Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ 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
Bailey-Stanford Family Foundation Inc

A Employer identification number
20-4973345

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1999 Broadway Suite 850

B Telephone number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code
Denver, CO 80202

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,505,237

J Accounting method ☑ Cash ☐ Accrual
☐ 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 ▶ ☐

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))*

	Line	Description	(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)	100,000			
	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	56,666	56,666		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	286,613			
	b	Gross sales price for all assets on line 6a 1,384,956				
	7	Capital gain net income (from Part IV, line 2)		286,613		
	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	443,279	343,279		
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)	9,774	9,774		
	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)	4,351	2,176		2,176
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14,125	11,950		2,176
	25	Contributions, gifts, grants paid	93,500			93,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	107,625	11,950		95,676
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	335,654			
	b	**Net investment income** (if negative, enter -0-)		331,329		
	c	**Adjusted net income** (if negative, enter -0-)			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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	202,304	96,118	96,118
2	Savings and temporary cash investments			
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)			
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)	1,065,484	1,505,153	1,409,119
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets**(to be completed by all filers—see the instructions Also, see page 1, item I)	1,267,788	1,601,271	1,505,237
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	1,267,788	1,601,271	
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			
30	**Total net assets or fund balances**(see instructions)	1,267,788	1,601,271	
31	**Total liabilities and net assets/fund balances**(see instructions)	1,267,788	1,601,271	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,267,788
2	Enter amount from Part I, line 27a	2	335,654
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,603,442
5	Decreases not included in line 2 (itemize) ▶	5	2,171
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,601,271

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	Schedule 1	P	2010-12-20	2015-08-11
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	1,384,956		1,098,343	286,613
b				
c				
d				
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				286,613
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	286,613
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	96,189	1,342,991	0 071623
2013	294,896	1,456,305	0 202496
2012	176,453	1,446,607	0 121977
2011	53,368	1,448,811	0 036836
2010	49,619	1,352,428	0 036689

2	**Total** of line 1, column (d)	2	0 469621
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 093924
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,453,445
5	Multiply line 4 by line 3	5	136,513
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,313
7	Add lines 5 and 6	7	139,826
8	Enter qualifying distributions from Part XII, line 4	8	95,676

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			1	6,627
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	6,627
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	6,627
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,600		
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	1,600
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	5,027
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶			11	

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(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		
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) ▶ DE			
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

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶Johnson Financial Group Telephone no ▶(720) 475-1195

Located at ▶1999 Broadway Suite 850 Denver CO ZIP+4 ▶80202

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

		Line	Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☐ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all**years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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**		
	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**		

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
Don V Bailey 1999 Broadway Suite 850 Denver, CO 80202	Pres Dir Sec 1 00	0	0	0
Leslie Stanford 1999 Broadway Suite 850 Denver, CO 80202	VP Dir 1 00	0	0	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 ▶				0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
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 NA	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	0
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	1,371,942
b	Average of monthly cash balances	1b	103,637
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,475,579
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	0
3	Subtract line 2 from line 1d	3	1,475,579
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,134
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,453,445
6	**Minimum investment return.** Enter 5% of line 5	6	72,672

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	72,672
2a	Tax on investment income for 2015 from Part VI, line 5	2a 6,627		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	6,627
3	Distributable amount before adjustments Subtract line 2c from line 1		3	66,045
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	66,045
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	66,045

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	95,676
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	95,676
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	95,676

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)

Line	Description		(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1	Distributable amount for 2015 from Part XI, line 7					66,045
2	Undistributed income, if any, as of the end of 2015					
a	Enter amount for 2014 only.					
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.	81,721				
d	From 2013.	223,833				
e	From 2014.					
f	**Total** of lines 3a through e.		305,554			
4	Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 95,676					
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.					66,045
e	Remaining amount distributed out of corpus		29,631			
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		335,185			
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					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) . . .					
9	**Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		335,185			
10	Analysis of line 9					
a	Excess from 2011. . . .					
b	Excess from 2012. . . .	81,721				
c	Excess from 2013. . . .	223,833				
d	Excess from 2014. . . .					
e	Excess from 2015. . . .	29,631				

Part XIV 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	**(b)** 2014	**(c)** 2013	**(d)** 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))

See Additional Data Table

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				93,500
b *Approved for future payment*				
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					
4 Dividends and interest from securities. . .			14	56,666	
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). .				56,666	

13 Total. Add line 12, columns (b), (d), and (e). 13 56,666

(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)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
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(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2016-05-07	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
Lynn A Lancaster CPA		2016-05-12	☑	P01344251

Firm's name ▶ Lynn A Lancaster CPA

Firm's EIN ▶

Firm's address ▶ 450 Krameria Street Denver, CO 80220

Phone no

Form 990PF Part XV Line 1a - 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).

Don V Bailey
Leslie Stanford

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Western Stock Show Association 4655 Humboldt Street Denver, CO 80216	None	PC	General & Unrestriced	5,000
Mizel Museum 400 S Kearney Street Denver, CO 80232	None	PC	Museum	3,000
Alliance for Choice in Education 1201 E Colfax Denver, CO 80218	None	PC	Education	25,000
Boy Scounts of America 10455 W 6th Ave Denver, CO 80215	None	PC	Youth	6,500
Plan USA 155n Plan Way Warwick, RI 02886	None	PC	Protection Youth & Education	6,000
Denver Biennial of Americas Corpora 1515 Wynkoop Ste 200 Denver, CO 80202	None	PC	Education	25,000
Roundup Riders of the Rockies Herit 1720 S Bellaire Street Denver, CO 80222	None		General & Unrestricted	5,000
Herbalife Family Foundation 800 W Olympic Blvd Suite 406 Los Angeles, CA 90015	None	PC	Youth	10,000
Colorado I have a Dream Founation 1836 Grant Denver, CO 80203	None	PC	General	1,000
Adams CampCO Institute of Developm 6767 S Spruce Street Suite 102 Englewood, CO 80112	None	PC	General	1,500
IU Dance Marathon 30 S Meridan Street Suite 200 Bloomington, IN 47405	None	PC	Youth	500
Habitat for Humanity 213 E Kirkwood Ave Bloomington, IN 47408	None	PC	General	2,000
Special Olympics 384 Inverness Parkway Suite 100 Englewood, CO 80112	None	PC	Alpine Skiing	1,000
Make a Wish - Utah 771 E Winchester Salt Lake City, UT 84107	None	PC	Youth	2,000
Total . . . . ▶ **3a**				93,500

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491133031316

TY 2015 Investments - Other Schedule

Name: Bailey-Stanford Family Foundation Inc

EIN: 20-4973345

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Investments		1,505,153	1,409,119

TY 2015 Other Decreases Schedule

Name: Bailey-Stanford Family Foundation Inc

EIN: 20-4973345

Description	Amount
Federal Excise Taxes	2,171

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491133031316

TY 2015 Other Expenses Schedule

Name: Bailey-Stanford Family Foundation Inc

EIN: 20-4973345

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Office Expense	4,351	2,176	0	2,176

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491133031316

TY 2015 Other Professional Fees Schedule

Name: Bailey-Stanford Family Foundation Inc

EIN: 20-4973345

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	9,774	9,774	0	0

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

Name of the organization
Bailey-Stanford Family Foundation Inc

Employer identification number
20-4973345

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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 $33\frac{1}{3}$% 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
Bailey-Stanford Family Foundation Inc

Employer identification number
20-4973345

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	Don Bailey 7 Cantitoe Lane Englewood, CO 80113	$ 100,000	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)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	**Employer identification number**
Bailey-Stanford Family Foundation Inc	20-4973345

Part II Noncash Property

(see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
Bailey-Stanford Family Foundation Inc

Employer identification number
20-4973345

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
--	

* Code: W Indicates Wash Sale

L Indicates a Nondeductible Loss other than a Wash Sale

** Ordinary Income. D Indicates Ordinary Income gain or loss

F Indicates Foreign Exchange gain or loss on Capital transactions

Capital Gain and Loss Schedule

BAILEY-STANFORD FAMILY FDTN INC
Account Number: W 49829-00-0

Short-Term Covered

Description	CUSIP	Code*	Date Acquired / Date Sold	Units	Proceeds	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss Ordinary Income**
BUFFALO MID CAP FUNDS	119530202		12/22/2014 08/11/2015	657.835	12,380.45	11,433.17		947.28
COHEN & STEERS INTERN RLTY-I	19248H401		Various 08/11/2015	39.011	446.29	439.10		7.19
DODGE & COX INCOME FUND	256210105		Various 08/11/2015	95.606	1,301.19	1,314.12		-12.93
FORWARD FDS	34987A103		Various 08/11/2015	502.247	4,776.36	4,945.57		-169.21
HEARTLAND VALUE PLUS FUND-IS	422352849		01/02/2015 08/11/2015	364.486	10,183.74	11,587.02		-1,403.28
NETSCOUT SYSTEMS INC	64115T104		07/22/2015 08/11/2015	271.000	10,634.84	3,815.40		6,819.44
NUVEEN REAL ESTATE SECUR-I	670678507		Various 08/11/2015	80.875	1,911.88	1,903.69		8.19
OPPENHEIMER DEVELOPING MKT-Y	683974505		12/08/2014 08/11/2015	15.292	497.60	557.41		-59.81
PIMCO TOTAL RETURN FUND-INST	693390700		Various 08/11/2015	129.886	1,383.32	1,397.24		-13.92
PRUDENTIAL JENN EQTY INC-Z	74441L832		Various 08/11/2015	612.035	10,435.20	10,647.50		-212.30
TCW SMALL CAP GROWTH-I	87234N849		01/02/2015 08/11/2015	289.979	8,693.57	8,386.19		307.38
TEMPLETON GLOBAL BOND FD-AD	880208400		08/17/2015 09/21/2015	2,730.823	31,541.00	32,087.17		-546.17
THIRD AVE TR	884116708		Various 08/11/2015	495.372	4,338.88	4,900.24		-561.36

Schedule 1

Capital Gain and Loss Schedule

BAILEY-STANFORD FAMILY FDTN INC
Account Number: W 49829-00-0

Short-Term Covered

* Code: W indicates Wash Sale
L indicates a Nondeductible Loss other than a Wash Sale
** Ordinary Income: D indicates Ordinary Income gain or loss
F indicates Foreign Exchange gain or loss on Capital transactions

Description	CUSIP	Code*	Date Acquired / Date Sold	Units	Proceeds	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss / Ordinary Income**
THORNBURG INTL VALUE FD-I	885215566		Various / 08/11/2015	800.547	24,937.04	22,918.28		2,018.76
VANGUARD MALVERN FDS	922020805		08/17/2015 / 09/21/2015	516.000	24,854.30	25,015.07		-160.77
VANGUARD INFLATION PROTECTED	922031737		08/17/2015 / 09/21/2015	965.299	24,702.00	24,904.71		-202.71
Total Short-Term Covered					**173,017.66**	**166,251.88**		**6,765.78**

Schedule I

Capital Gain and Loss Schedule

BAILEY-STANFORD FAMILY FDTN INC
Account Number: W 49829-00-0

Long-Term Covered

*Code: W indicates Wash Sale
L indicates a Nondeductible Loss other than a Wash Sale
\-- Ordinary Income: D indicates Ordinary Income gain or loss
F indicates Foreign Exchange gain or loss on Capital transactions

Description	CUSIP	Code*	Date Acquired / Date Sold	Units	Proceeds	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss Ordinary Income--
ACCENTURE PLC-CL A	G1151C101		06/03/2011 08/11/2015	49.000	5,073.36	2,743.78		2,329.58
BUFFALO MID CAP FUNDS	119530202		Various 08/11/2015	862.804	16,237.97	15,587.95		650.02
COHEN & STEERS INTERN RLTY-I	19248H401		Various 08/11/2015	96.290	1,101.56	1,055.43		46.13
DISCOVERY COMMUNICATIONS INC CL A	25470F104		01/10/2011 08/11/2015	70.000	2,002.66	1,416.63		586.03
DISCOVERY COMMUNICATIONS INC - C	25470F302		01/10/2011 08/11/2015	70.000	1,896.96	1,379.72		517.24
DODGE & COX INCOME FUND	256210105		06/27/2014 08/11/2015	21.898	298.03	303.51		-5.48
EATON CORP PLC	G29183103		12/04/2012 08/11/2015	65.000	3,894.07	3,082.22		811.85
FORWARD FDS	34987A103		Various 08/11/2015	889.768	8,461.70	9,176.31		-714.61
HALLIBURTON CO	406216101		03/31/2011 08/11/2015	42.000	1,737.09	2,102.95		-365.86
HEARTLAND VALUE PLUS FUND-IS	422352849		Various 08/11/2015	489.601	13,679.45	16,685.43		-3,005.98
NUVEEN REAL ESTATE SECUR-I	670678507		Various 08/11/2015	159.952	3,781.24	3,271.74		509.50
OPPENHEIMER DEVELOPING MKT-Y	683974505		Various 08/11/2015	11.139	362.46	396.95		-34.49
PIMCO TOTAL RETURN FUND-INST	693390700		Various 08/11/2015	338.088	3,600.59	3,648.98		-48.39

Schedule I

* Code: W Indicates Wash Sale
L Indicates a Nondeductible Loss other than a Wash Sale
** Ordinary Income: D indicates Ordinary Income gain or loss
F Indicates Foreign Exchange gain or loss on Capital transactions

Capital Gain and Loss Schedule

BAILEY-STANFORD FAMILY FDTN INC
Account Number: W 49829-00-0

Long-Term Covered

Description	CUSIP	Code*	Date Acquired / Date Sold	Units	Proceeds	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss Ordinary Income**
PRUDENTIAL JENN EQTY INC-Z	74441L832		Various 08/11/2015	938.253	15,997.21	15,395.03		602.18
ROPER TECHNOLOGIES INC	776696106		01/10/2011 08/11/2015	37.000	6,230.68	2,778.74		3,451.94
TCW SMALL CAP GROWTH-I	87234N849		01/02/2014 08/11/2015	207.453	6,219.44	6,982.86		-763.42
THIRD AVE TR	884116708		Various 08/11/2015	894.108	7,823.44	9,659.83		-1,836.39
THORNBURG INTL VALUE FD-I	885215566		Various 08/11/2015	268.233	8,355.46	7,521.16		834.30
UNITED PARCEL SERVICE INC	911312106		Various 08/11/2015	78.000	8,026.83	5,809.66		2,217.17
Total Long-Term Covered					**114,780.20**	**108,998.88**		**5,781.32**

Schedule 1

* Code: W indicates Wash Sale
L indicates a Nondeductible Loss other than a Wash Sale
** Ordinary Income: D indicates Ordinary Income gain or loss
F indicates Foreign Exchange gain or loss on Capital transactions

Capital Gain and Loss Schedule

BAILEY-STANFORD FAMILY FDTN INC
Account Number: W 49829-00-0

Long-Term Noncovered

Description	CUSIP	Code*	Date Acquired / Date Sold	Units	Proceeds	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss / Ordinary Income**
ABBOTT LABORATORIES NON-TRADEABLE ASSET CORP ACTIONS CONTRA	002994184		Various 03/17/2015	90.000	4,205.70	2,072.80		2,132.90
ABBVIE INC COM	00287Y109		Various 08/11/2015	90.000	6,116.28	2,247.76		3,868.52
ADOBE SYSTEMS INC	00724F101		09/07/2010 08/11/2015	81.000	6,733.40	2,372.77		4,360.63
AMERICAN TOWER CORPORATION	03027X100		Various 08/11/2015	130.000	13,111.55	4,598.89		8,512.66
AVON PRODUCTS INC	054303102		Various 08/11/2015	170.000	1,030.18	4,535.53		-3,505.35
BAXALTA INC -W/I	07177M103		Various 08/11/2015	74.000	2,825.26	1,745.59		1,079.67
BAXTER INTERNATIONAL INC	071813109		Various 08/11/2015	74.000	3,073.90	2,150.81		923.09
BLACKROCK INC	09247X101		Various 08/11/2015	27.000	8,886.61	4,495.32		4,391.29
BUFFALO MID CAP FUNDS	119530202		Various 08/11/2015	3,865.282	72,744.61	52,647.95		20,096.66
CELGENE CORPORATION	151020104		Various 08/11/2015	188.000	24,313.59	4,483.00		19,830.59
CHEVRON CORP	166764100		Various 08/11/2015	63.000	5,346.08	4,442.52		903.56
CISCO SYSTEMS INC	17275R102		Various 08/11/2015	215.000	5,972.58	4,612.62		1,359.96

Schedule I

Capital Gain and Loss Schedule

BAILEY-STANFORD FAMILY FDTN INC
Account Number: W 49829-00-0

Long-Term Noncovered

* Code: W indicates Wash Sale
L indicates a Nondeductible Loss other than a Wash Sale
** Ordinary Income: D indicates Ordinary Income gain or loss
F indicates Foreign Exchange gain or loss on Capital transactions

Description	CUSIP	Code*	Date Acquired / Date Sold	Units	Proceeds	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss / Ordinary Income**
COHEN & STEERS INTERN RLTY-I	19248H401		Various / 08/11/2015	743.181	8,501.98	10,701.14		-2,199.16
DANAHER CORP	235851102		05/19/2009 / 08/11/2015	23.000	2,089.74	689.31		1,400.43
DODGE & COX INCOME FUND	256210105		Various / 08/11/2015	3,035.069	41,307.30	39,780.72		1,526.58
ECOLAB INC	278865100		Various / 08/11/2015	110.000	12,705.76	4,522.90		8,182.86
FORWARD FDS	34987A103		Various / 08/11/2015	4,758.288	45,251.32	43,816.96		1,434.36
GILEAD SCIENCES INC	375558103		Various / 08/11/2015	208.000	23,917.47	4,444.12		19,473.35
HALLIBURTON CO	406216101		11/12/2010 / 08/11/2015	74.000	3,060.58	2,649.89		410.69
HEARTLAND VALUE PLUS FUND-IS	422352849		Various / 08/11/2015	2,991.187	83,573.77	77,915.38		5,658.39
HONEYWELL INTERNATIONAL INC	438516106		Various / 08/11/2015	123.000	12,909.84	4,544.06		8,365.78
INTERNATIONAL BUSINESS MACHINES CORP	459200101		Various / 08/11/2015	40.000	6,207.08	4,660.20		1,546.88
JPM MID CAP GRWTH FD - SEL	4812C1710		12/20/2010 / 08/11/2015	436.872	13,726.52	10,000.00		3,726.52
KOHLS CORP	500255104		Various / 08/11/2015	97.000	5,934.35	4,630.46		1,303.89
MICROSOFT CORP	594918104		Various / 08/11/2015	186.000	8,556.34	4,524.26		4,032.08

Schedule I

J.P.Morgan

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Capital Gain and Loss Schedule

BAILEY-STANFORD FAMILY FDTN INC
Account Number: W 49829-00-0

Long-Term Noncovered

Description	CUSIP	Code*	Date Acquired / Date Sold	Units	Proceeds	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss Ordinary Income**
MONSANTO CO	61166W101		Various 08/11/2015	40.000	4,086.72	2,623.05		1,463.67
NETSCOUT SYSTEMS INC	64115T104		00/00/0000 07/22/2015		7.38	.00		7.38
NIKE INC B	654106103		Various 08/11/2015	156.000	17,810.19	4,587.23		13,222.96
NUVEEN REAL ESTATE SECUR-I	670678507		Various 08/11/2015	906.990	21,441.27	15,995.18		5,446.09
OPPENHEIMER DEVELOPING MKT-Y	683974505		Various 08/11/2015	667.612	21,724.10	21,263.75		460.35
ORACLE CORP	68389X105		Various 08/11/2015	214.000	8,362.96	4,563.93		3,799.03
PEPSICO INC	713448108		Various 08/11/2015	80.000	7,870.25	4,585.30		3,284.95
PIMCO TOTAL RETURN FUND-INST	693390700		Various 08/11/2015	2,028.535	21,603.91	22,152.10		-548.19
PRUDENTIAL JENN EQTY INC-Z	74441L832		Various 08/11/2015	9,357.004	159,536.92	119,512.49		40,024.43
QUALCOMM INC	747525103		Various 08/11/2015	122.000	7,612.65	4,831.84		2,780.81
SCHLUMBERGER LTD	806857108		Various 08/11/2015	73.000	6,116.55	4,682.96		1,433.59
SCHWAB CHARLES CORP	808513105		Various 08/11/2015	264.000	9,094.63	4,883.85		4,210.78
STATE STREET CORP	857477103		Various 08/11/2015	110.000	8,590.84	4,694.74		3,896.10

Schedule 1

J.P. Morgan

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Capital Gain and Loss Schedule

BAILEY-STANFORD FAMILY FDTN INC
Account Number: W 49829-00-0

Long-Term Noncovered

Description	CUSIP	Code*	Date Acquired Date Sold	Units	Proceeds	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss Ordinary Income**
STRYKER CORP	863667101		Various 08/11/2015	97.000	9,817.18	4,501.15		5,316.03
TCW SMALL CAP GROWTH-I	87234N849		Various 08/11/2015	1,355.238	40,630.04	34,307.00		6,323.04
TEXAS INSTRUMENTS INC	882508104		Various 08/11/2015	216.000	10,878.05	4,481.68		6,396.37
THE ESTEE LAUDER COMPANIES INC	518439104		Various 08/11/2015	160.000	14,426.93	3,665.76		10,761.17
THERMO FISHER SCIENTIFIC INC	883556102		Various 08/11/2015	107.000	14,345.22	4,485.40		9,859.82
THIRD AVE TR	884116708		Various 08/11/2015	4,446.796	38,909.47	48,262.93		-9,353.46
THORNBURG INTL VALUE FD-I	885215566		Various 08/11/2015	7,468.210	232,634.74	196,539.54		36,095.20
WALMART STORES INC	931142103		Various 08/11/2015	89.000	6,386.52	4,600.30		1,786.22
WILLIAMS COMPANIES INC	969457100		Various 08/11/2015	251.000	12,487.01	3,751.09		8,735.92
WPX ENERGY INC	98212B103		Various 08/11/2015	83.000	683.07	836.18		-153.11
Total Long-Term Noncovered					**1,097,158.39**	**823,092.41**		**274,065.98**

Schedule I