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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

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OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE ROSS CHARITABLE FOUNDATION		A Employer identification number 20-5309346
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 690960	Room/suite	B Telephone number 918-234-7675
City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 74169-0960		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"/>
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		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,647,801. (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		250,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		29,386.	29,386.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,296.			
b Gross sales price for all assets on line 6a	3,376.				
7 Capital gain net income (from Part IV, line 2)			3,296.		
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)					
11 Other income		232.	232.		STATEMENT 2
12 Total Add lines 1 through 11		282,914.	32,914.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees	STMT 3	2,500.	0.		2,500.
17 Interest		331.	0.		331.
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		1,254.	0.		1,254.
22 Printing and publications					
23 Other expenses	STMT 4	10,638.	461.		10,177.
24 Total operating and administrative expenses Add lines 13 through 23		14,723.	461.		14,262.
25 Contributions, gifts, grants paid		230,272.			230,272.
26 Total expenses and disbursements Add lines 24 and 25		244,995.	461.		244,534.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		37,919.			
b Net investment income (if negative, enter -0-)			32,453.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED OCT 26 2016 Revenue

Operating and Administrative Expenses

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,087,770.	365,212.	365,212.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 4,358.			
	Less: allowance for doubtful accounts ▶	1,998.	4,358.	4,358.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 5	865,634.	1,278,231.	1,278,231.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,955,402.	1,647,801.	1,647,801.	
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			
	22 Other liabilities (describe ▶ MARGIN LOAN)	284,418.	0.	
23 Total liabilities (add lines 17 through 22)	284,418.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,478,799.	1,478,799.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	192,185.	169,002.		
30 Total net assets or fund balances	1,670,984.	1,647,801.		
31 Total liabilities and net assets/fund balances	1,955,402.	1,647,801.		

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	1,670,984.
2 Enter amount from Part I, line 27a	2	37,919.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,708,903.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED GAINS/LOSSES	5	61,102.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,647,801.

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 FIDELITY	P	12/31/14	03/26/15
b CAPITAL GAINS DIVIDENDS			
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 80.		80.	0.
b 3,296.			3,296.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			0.
b			3,296.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	3,296.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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	123,250.	1,774,834.	.069443
2013	139,577.	2,684,283.	.051998
2012	157,250.	1,615,211.	.097356
2011	187,981.	1,247,495.	.150687
2010	137,710.	865,640.	.159085

2 Total of line 1, column (d)	2	.528569
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	.105714
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,552,600.
5 Multiply line 4 by line 3	5	164,132.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	325.
7 Add lines 5 and 6	7	164,457.
8 Enter qualifying distributions from Part XII, line 4	8	244,534.

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 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	325.
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	325.
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	325.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a		
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		0.
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 SEE STATEMENT 6	9		325.
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 2016 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) OK		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► <u>N/A</u>		
14 The books are in care of ► <u>TERESA ROSS</u> Telephone no. ► <u>918-234-7675</u>		
Located at ► <u>PO BOX 690960, TULSA, OK</u> ZIP+4 ► <u>74169-0960</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		
► 15 <u>N/A</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?	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	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	<u>N/A</u>	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 ► _____, _____, _____		
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.)	<u>N/A</u>	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.	► _____, _____, _____	
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)	<u>N/A</u>	3b
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

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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)?

N/A

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?

N/A

☐ 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

6b

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

X

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?

N/A

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.

(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
JESSE H. ROSS PO BOX 690960 TULSA, OK 74169-0960	CHAIRMAN/PRESIDENT 1.00	0.	0.	0.
WARREN E. ROSS PO BOX 690960 TULSA, OK 74169-0960	DIRECTOR/SECRETARY 1.00	0.	0.	0.
TERESA A. ROSS PO BOX 690960 TULSA, OK 74169-0960	DIRECTOR/TREASURER 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2015)

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	1,064,857.
b	Average of monthly cash balances	1b	511,122.
c	Fair market value of all other assets	1c	265.
d	Total (add lines 1a, b, and c)	1d	1,576,244.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,576,244.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,644.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,552,600.
6	Minimum investment return. Enter 5% of line 5	6	77,630.

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	77,630.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	325.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	325.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	77,305.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	77,305.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	77,305.

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	244,534.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	244,534.
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	5	325.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	244,209.

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				77,305.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	95,593.			
b From 2011	126,413.			
c From 2012	77,122.			
d From 2013	5,972.			
e From 2014	34,911.			
f Total of lines 3a through e	340,011.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 244,534.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				77,305.
e Remaining amount distributed out of corpus	167,229.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	507,240.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	95,593.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	411,647.			
10 Analysis of line 9:				
a Excess from 2011	126,413.			
b Excess from 2012	77,122.			
c Excess from 2013	5,972.			
d Excess from 2014	34,911.			
e Excess from 2015	167,229.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
KANSAS STATE UNIVERSITY 2323 ANDERSON AVENUE, SUITE 500 MANHATTAN, KS 66502	NONE	PC	GENERAL	5,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 600 MEMORIAL DRIVE, W98-308 CAMBRIDGE, MA 02139	NONE	PC	GENERAL	20,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY - SLOCUM (2744083) ONE CHARLES PARK, 4TH FLOOR CAMBRIDGE, MA 02142	NONE	PC	GENERAL	5,000.
MONTE CASSINO SCHOOL 2206 S LEWIS AVE TULSA, OK 74114	NONE	PC	GENERAL	3,400.
NORTHEASTERN STATE UNIVERSITY 812 N CEDAR AVE TAHLEQUAH, OK 74464	NONE	PC	GENERAL	2,500.
Total	SEE CONTINUATION SHEET(S)			230,272.
b Approved for future payment				
NONE				
Total				0.

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) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| 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. | | |

[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
N/A		


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.

Sign Here  **DIRECTOR/TREASURER**

Signature of officer or trustee Date 11/04/16 Title RER

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name JANICE WILBURN	Preparer's signature  JANICE WILBURN	Date 10/03/16	Check <input type="checkbox"/> if self-employed	PTIN P00402232
Firm's name ▶ EIDE BAILLY LLP			Firm's EIN ▶ 45-0250958	
Firm's address ▶ 810 S CINCINNATI AVE, STE 600 TULSA, OK 74119-1623			Phone no. 918-748-5000	

THE ROSS CHARITABLE FOUNDATION

20-5309346

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
OKLAHOMA STATE UNIVERSITY FOUNDATION 400 SOUTH MONROE STILLWATER, OK 74074	NONE	PC	SCHOLARSHIP	17,000.
OPERATION HOLIDAY SPIRIT, TINKER AFB 513 ACG/CCE, 3800 AVE A STE 201 TINKER AIR FORCE BASE, OK 13745	NONE	PC	GENERAL	5,000.
PITTSBURGH STATE UNIVERSITY 1701 SOUTH BROADWAY PITTSBURG, KS 66762	NONE	PC	GENERAL	2,500.
PLANNED PARENTHOOD 1007 S PEORIA AVE TULSA, OK 74120	NONE	PC	GENERAL	5,000.
SOUTHEASTERN OKLAHOMA STATE UNIVERSITY 1405 N 4TH, PMB 4187 DURANT, OK 74701	NONE	PC	GENERAL	2,500.
THE ROCK HOUSE CHURCH PO BOX 508 CATOOSA, OK 74015	NONE	PC	GENERAL	5,000.
TULSA POLICE HEROES BANQUET C/O TULSA COMMUNITY FOUNDATION 10110 E 11TH STREET TULSA, OK 74128	NONE	PC	GENERAL	5,000.
UNIVERSITY OF OKLAHOMA FOUNDATION 100 TIMBERDELL ROAD NORMAN, OK 73019	NONE	PC	GENERAL	10,000.
UNIVERSITY OF TULSA - CBA 800 S TUCKER DRIVE TULSA, OK 74104	NONE	PC	GENERAL	2,500.
UNIVERSITY OF TULSA - UNIVERSITY SCHOOL 800 S TUCKER DRIVE TULSA, OK 74104	NONE	PC	MATHEMATICS ENDOWMENT	20,000.
Total from continuation sheets				194,372.

THE ROSS CHARITABLE FOUNDATION

20-5309346

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE ROUTE 66 ALLIANCE PO BOX 54214 TULSA, OK 74155	NONE	PC	GENERAL	75,000.
ROGERS STATE UNIVERSITY FOUNDATION 1701 WEST WILL ROGERS BLVD CLAREMORE, OK 74017	NONE	PC	GENERAL	5,000.
SAN MIGUEL SCHOOL 2444 E ADMIRAL BLVD TULSA, OK 74110	NONE	PC	GENERAL	2,500.
MENTAL HEALTH ASSOC OF OKLAHOMA 1870 S BOULDER AVE TULSA, OK 74119	NONE	PC	GENERAL	15,000.
A CHANCE TO CHANGE FDN 5228 CLASSEN CIRCLE OKLAHOMA CITY, OK 73118	NONE	PC	GENERAL	2,122.
BREAST CANCER FOUNDATION INC (TULSA AFFILLIATE OF SUSAN G KOMEN) 1560 E 21ST STREET TULSA, OK 74114	NONE	PC	GENERAL	1,000.
CHILD ABUSE NETWORK 2829 S SHERIDAN ROAD TULSA, OK 74129	NONE	PC	GENERAL	1,000.
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6222, 132 HOWELL BUILDING/823 COLLEGEVIEW STREET MISSISSIPPI STATE, MS 39762	NONE	PC	BUILDING CONSTRUCTION	5,000.
NEW SPRING ASSEMBLY OF GOD / JENKS FOODIE 2907 W 108TH PLACE SOUTH JENKS, OK 74037	NONE	PC	GENERAL	1,000.
POSITIVE TOMORROWS PO BOX 61190 OKLAHOMA CITY, OK 73146	NONE	PC	GENERAL	1,000.
Total from continuation sheets				

THE ROSS CHARITABLE FOUNDATION

20-5309346

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PUBLIC RADIO TULSA 800 S TUCKER DRIVE TULSA, OK 74104	NONE	PC	GENERAL	2,500.
RIVERWALK RALLY AVMC 10109 E 79TH STREET TULSA, OK 74133	NONE	PC	GENERAL	500.
THE PENCIL BOX PO BOX 52631 TULSA, OK 74152	NONE	PC	GENERAL	1,000.
TULSA BOTANIC GARDEN PO BOX 707 TULSA, OK 74101	NONE	PC	GENERAL	5,000.
TULSA HBA 11545 E 43RD STREET TULSA, OK 74146	NONE	PC	EVENING OF GIVING	1,250.
TULSA ZOO MANAGEMENT, INC 6421 E 36TH STREET NORTH TULSA, OK 74115	NONE	PC	GENERAL	1,000.
Total from continuation sheets				

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 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

THE ROSS CHARITABLE FOUNDATION

Employer identification number

20-5309346

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 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 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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization

Employer identification number

THE ROSS CHARITABLE FOUNDATION**20-5309346****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	THE ROSS GROUP CONSTRUCTION PO BOX 52570 TULSA, OK 74152-0570	\$ 250,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE ROSS CHARITABLE FOUNDATION**20-5309346****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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
THE ROSS CHARITABLE FOUNDATION	20-5309346

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 info once) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF OKLAHOMA FIDELITY	27,475. 5,207.	3,296. 0.	24,179. 5,207.	24,179. 5,207.	
TO PART I, LINE 4	32,682.	3,296.	29,386.	29,386.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL INCOME TAX REFUND	232.	232.	
TOTAL TO FORM 990-PF, PART I, LINE 11	232.	232.	

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	2,500.	0.		2,500.
TO FORM 990-PF, PG 1, LN 16C	2,500.	0.		2,500.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSE	4,340.	0.		4,340.
SPONSORSHIPS	978.	0.		978.
BANK FEES	461.	461.		0.
MEALS / ENTERTAINMENT	4,859.	0.		4,859.
TO FORM 990-PF, PG 1, LN 23	10,638.	461.		10,177.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIDELITY INVESTMENTS	COST	1,293,022.	1,278,231.
UNREALIZED GAIN/LOSS ON INVESTMENTS	COST	<14,791.>	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,278,231.	1,278,231.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT	6
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TAX DUE FROM FORM 990-PF, PART VI	325.
LATE PAYMENT INTEREST	5.
LATE PAYMENT PENALTY	8.
TOTAL AMOUNT DUE	338.

FORM 990-PF	LATE PAYMENT PENALTY	STATEMENT	7
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DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/16	325.	325.	5	8.
DATE FILED	10/15/16		325.		
TOTAL LATE PAYMENT PENALTY					8.

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT	8
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DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/16	325.	325.	.0400	153	5.
DATE FILED	10/15/16		330.			
TOTAL LATE PAYMENT INTEREST						5.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	9
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE ROSS CHARITABLE FOUNDATION
PO BOX 690960
TULSA, OK 74169-0960

TELEPHONE NUMBER

918-234-7675

FORM AND CONTENT OF APPLICATIONS

THE APPLICATION, IN ANY FORM, MUST BE SUBMITTED IN WRITING, INCLUDE A BRIEF DESCRIPTION OF THE ORGANIZATION AND THE PROGRAM NEEDING FUNDING AND INCLUDE EVIDENCE OF CHARITABLE, EXEMPT STATUS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Client Service Information

Your Financial Consultant: TJJ	Client Service Information
T.HOFMANN/J. JOHNSON/HOWK	Web Site: WWW.BOK.COM
BOSC	
Related Bank Account Number: 311278126	

Your Account Information

Investment Objective
Investment Objective: GROWTH
Risk Exposure: HIGH RISK
Please review your investment objective. If you wish to make a change or have any questions please contact your Financial Consultant.

Tax Lot Default Disposition Method

Default Method for Mutual Funds: AVERAGE COST (USING FIRST IN FIRST OUT)
Default Method for Stocks in a Dividend Reinvestment Plan: FIRST IN FIRST OUT
Default Method for all Other Securities: FIRST IN FIRST OUT

Bond Amortization Elections:

Amortize premium on taxable bonds based on Constant Yield Method: Yes
Accrual market discount method for all other bond types: Constant Yield Method
Include market discount in income annually: No

Electronic Delivery

You are currently enrolled to receive the following account communications via electronic delivery.

Statements and Reports
Trade Confirmations

Notifications

Please log in to your account to make any changes to your electronic delivery preferences.

E-mail notifications are delivered to the following e-mail address(es):

b#####@tgc.com
m#####@tgc.com
w#####@withcrossgroup.com

The above e-mail address is partially masked for your security. Please log into your account to review the full e-mail address

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 16.00% of Portfolio									
Margin Balance				0.00	181.65				
Money Market									
FEDERATED CAPITAL RESERVES									
12/01/15	207,415.790	0002661851	12/31/15	206,249.56	207,415.79	0.00	2.03	0.00%	0.01%
Total Money Market				\$206,249.56	\$207,415.79	\$0.00	\$2.03		
Total Cash, Money Funds, and Bank Deposits				\$206,249.56	\$207,597.44	\$0.00	\$2.03		



Brokerage **Account Statement**

Statement Period: 12/01/2015 - 12/31/2015

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 4.00% of Portfolio								
Common Stocks								
AT&T INC COM								
			Security Identifier: T					
			CUSIP: 00206R102					
Dividend Option: Cash								
10/09/15	500.000	33.1450	16,572.50	34.4100	17,205.00	632.50	940.00	5.46%
GLAXOSMITHKLINE PLC SPONS ADR								
			Security Identifier: GSK					
			CUSIP: 37733W105					
Dividend Option: Cash								
10/30/15	400.000	43.1200	17,248.00	40.3500	16,140.00	-1,108.00	970.25	6.01%
PROCTER & GAMBLE CO COM								
			Security Identifier: PG					
			CUSIP: 742718109					
Dividend Option: Cash								
10/30/15	200.000	76.5590	15,311.80	79.4100	15,882.00	570.20	530.32	3.33%
Total Common Stocks			\$49,132.30		\$49,227.00	\$94.70	\$2,440.57	
Total Equities			\$49,132.30		\$49,227.00	\$94.70	\$2,440.57	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 19.00% of Portfolio								
AMG MANAGERS BOND FUND SERVICE CLASS								
			Security Identifier: MGFIX					
			CUSIP: 00170L842					
Open End Fund								
Dividend Option: Reinvest, Capital Gains Option: Reinvest								
9,395.55 of these shares are in your margin account								
Average '13	6,193.608	22.6940	140,558.23	26.2000	162,272.53	21,714.30	4,412.94	2.71%
Total Noncovered	6,193.608		140,558.23		162,272.53	21,714.30	4,412.94	
Average '13	3,201.940	27.3500	87,572.20	26.2000	83,890.83	-3,681.37	2,281.38	2.71%
Total Covered	3,201.940		87,572.20		83,890.83	-3,681.37	2,281.38	
Total	9,395.548		\$228,130.43		\$246,163.36	\$18,032.93	\$6,694.32	



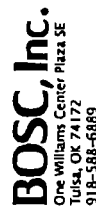
Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds (continued)								
GABELLI EQUITY INCOME FUND CLASS								
AAA								
Open End Fund								
Dividend Option: Reinvest; Capital Gains Option: Reinvest								
297 of these shares are in your margin account								
Average * 13	2 509	20.1830	50.64	25.8300	64.81	14.17	2.76	4.25%
Total Noncovered	2 509		50.64		64.81	14.17	2.76	
Average 13	0 456	26 2500	11.97	25.8300	11.78	-0.19	0.50	4.25%
Total Covered	0 456		11.97		11.78	-0.19	0.50	
Total	2 965		\$62.61		\$76.59	\$13.98	\$3.26	
Total Mutual Funds								
			\$228,193.04		\$246,239.95	\$18,046.91	\$6,897.58	

[illegible]

Exchange-Traded Products 61.00% of Portfolio

[illegible]



Account Statement

Statement Period: 12/01/2015 - 12/31/2015

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products (continued)								
ISHARES TR US OIL & GAS EXPL & (continued)								
06/30/14 13	1,587	96.5220	153.18	52.9500	84.03	-69.15	1.71	2.03%
09/30/14 13	1,930	87.8240	169.50	52.9500	102.19	-67.31	2.08	2.03%
12/31/14 13	2,365	72.0300	170.35	52.9500	125.25	-45.10	2.55	2.03%
Total Covered	20,089		1,508.02		1,063.72	-444.30	21.64	
Total	723,000		\$45,657.11		\$38,282.85	-\$7,374.26	\$778.20	
SPDR S&P 500 ETF TR UNIT								
Dividend Option. Cash. Capital Gains Option. Cash								
1,905.00 of these shares are in your margin account								
01/13/15 13	1,000,000	202.6580	202,657.95	203.8700	203,870.00	1,212.05	4,205.86	2.06%
01/30/15 13	5,000	202.8660	1,014.33	203.8700	1,019.35	5.02	21.03	2.06%
Total Noncovered	1,005,000		203,672.28		204,889.35	1,217.07	4,226.89	
12/01/14 13	900,000	206.3090	185,677.95	203.8700	183,483.00	-2,194.95	3,785.27	2.06%
Total Covered	900,000		185,677.95		183,483.00	-2,194.95	3,785.27	
Total	1,905,000		\$389,350.23		\$388,372.35	-\$977.88	\$8,012.16	
SPDR SER TR BARCLAYS HIGH YIELD BD ETF								
Dividend Option. Cash. Capital Gains Option. Cash								
6,076.00 of these shares are in your margin account								
08/31/09 13	2,000,000	36.5930	73,185.95	33.9100	67,820.00	-5,365.95	4,471.66	6.59%
09/10/09 13	21,803	35.9570	783.97	33.9100	739.34	-44.63	48.75	6.59%
10/09/09 13	20,621	37.8520	780.54	33.9100	699.26	-81.28	46.10	6.59%
11/10/09 13	20,480	37.6810	771.70	33.9100	694.48	-77.22	45.79	6.59%
12/09/09 13	19,036	38.2820	728.74	33.9100	645.51	-83.23	42.56	6.59%
01/07/10 13	19,200	39.2220	753.06	33.9100	651.07	-101.99	42.93	6.59%
02/09/10 13	19,041	38.1370	726.17	33.9100	645.68	-80.49	42.57	6.59%
03/09/10 13	18,041	38.8680	701.22	33.9100	611.77	-89.45	40.34	6.59%
04/12/10 13	17,669	39.5000	697.92	33.9100	599.16	-98.76	39.50	6.59%
05/11/10 13	17,696	38.1690	675.44	33.9100	600.07	-75.37	39.57	6.59%
06/09/10 13	18,652	37.2840	695.42	33.9100	632.49	-62.93	41.70	6.59%
07/12/10 13	18,188	38.2770	696.18	33.9100	616.76	-79.42	40.67	6.59%
08/10/10 13	17,676	39.3110	694.87	33.9100	599.39	-95.48	39.52	6.59%
09/10/10 13	17,159	39.0270	669.66	33.9100	581.86	-87.80	38.36	6.59%
10/12/10 13	16,057	40.0540	643.14	33.9100	544.49	-98.65	35.90	6.59%

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products (continued)								
SPDR SER TR BARCLAYS HIGH YIELD BD ETF (continued)								
11/09/10 *13	15,721	41,0800	645.82	33.9100	533.10	-112.72	35.15	6.59%
12/09/10 *13	15,878	39,9770	634.76	33.9100	538.42	-96.34	35.50	6.59%
01/06/11 *13	22,912	39,8510	913.06	33.9100	776.95	-136.11	51.23	6.59%
01/06/11 *13	16,813	39,8510	670.01	33.9100	570.13	-99.88	37.59	6.59%
01/06/11 *13	12,416	39,8500	494.78	33.9100	421.03	-73.75	27.76	6.59%
02/09/11 *13	14,619	40,4100	590.75	33.9100	495.73	-95.02	32.69	6.59%
03/09/11 *13	14,856	40,5370	602.22	33.9100	503.77	-98.45	33.22	6.59%
04/11/11 *13	14,856	40,4740	601.28	33.9100	503.77	-97.51	33.22	6.59%
05/10/11 *13	15,046	40,5800	610.57	33.9100	510.21	-100.36	33.64	6.59%
06/03/11 *13	350,000	40,2330	14,081.45	33.9100	11,868.50	-2,212.95	782.54	6.59%
06/09/11 *13	15,072	40,0640	603.85	33.9100	511.09	-92.76	33.70	6.59%
07/12/11 *13	17,506	40,2680	704.94	33.9100	593.63	-111.31	39.14	6.59%
07/18/11 *13	500,000	40,0660	20,032.95	33.9100	16,955.00	-3,077.95	1,117.91	6.59%
08/09/11 *13	1,300,000	36,9800	48,074.00	33.9100	44,083.00	-3,991.00	2,906.58	6.59%
08/09/11 *13	200,000	37,0190	7,403.75	33.9100	6,782.00	-621.75	447.17	6.59%
08/09/11 *13	20,927	39,0700	817.62	33.9100	709.64	-107.98	46.79	6.59%
09/12/11 *13	31,937	38,0670	1,215.75	33.9100	1,082.98	-132.77	71.41	6.59%
10/11/11 *13	31,553	35,8280	1,130.47	33.9100	1,069.96	-60.51	70.55	6.59%
11/09/11 *13	30,214	38,6260	1,167.05	33.9100	1,024.56	-142.49	67.55	6.59%
12/09/11 *13	31,671	38,0840	1,206.16	33.9100	1,073.96	-132.20	70.81	6.59%
01/07/15 *13	28,667	38,6530	1,108.07	33.9100	972.10	-135.97	64.09	6.59%
02/10/15 *13	28,188	39,1170	1,102.62	33.9100	955.86	-146.76	63.02	6.59%
03/10/15 *13	28,230	39,4230	1,112.92	33.9100	957.28	-155.64	63.12	6.59%
Total Noncovered	5,018,401		188,728.83		170,174.00	-18,554.83	11,220.30	
01/06/12 13	33,676	38,6860	1,302.78	33.9100	1,141.95	-160.83	75.29	6.59%
01/06/12 13	27,889	38,6860	1,078.91	33.9100	945.72	-133.19	62.36	6.59%
02/09/12 13	27,306	39,4340	1,076.79	33.9100	925.95	-150.84	61.05	6.59%
03/09/12 13	30,128	39,3000	1,184.04	33.9100	1,021.64	-162.40	67.36	6.59%
04/11/12 13	31,238	39,1140	1,221.83	33.9100	1,059.28	-162.55	69.84	6.59%
05/09/12 13	31,650	39,5580	1,252.02	33.9100	1,073.25	-178.77	70.76	6.59%
06/11/12 13	31,849	38,0380	1,211.48	33.9100	1,080.00	-131.48	71.21	6.59%
07/11/12 13	30,809	39,3690	1,212.91	33.9100	1,044.73	-168.18	68.88	6.59%
08/09/12 13	29,790	39,9120	1,188.97	33.9100	1,010.18	-178.79	66.61	6.59%
09/12/12 13	28,885	40,1580	1,159.97	33.9100	979.49	-180.48	64.58	6.59%
10/09/12 13	28,924	40,1660	1,161.77	33.9100	980.81	-180.96	64.67	6.59%
11/09/12 13	29,369	40,2890	1,183.26	33.9100	995.90	-187.36	65.66	6.59%
12/11/12 13	29,002	40,6350	1,178.50	33.9100	983.46	-195.04	64.84	6.59%
01/07/13 13	27,896	41,0060	1,143.91	33.9100	945.95	-197.96	62.37	6.59%
02/11/13 13	27,993	40,6070	1,136.53	33.9100	949.24	-187.29	62.59	6.59%
03/11/13 13	28,248	40,8550	1,154.07	33.9100	957.89	-196.18	63.16	6.59%
04/09/13 13	27,424	40,9750	1,123.69	33.9100	929.95	-193.74	61.32	6.59%



Brokerage

Account Statement

Statement Period: 12/01/2015 - 12/31/2015

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products (continued)								
SPDR SER TR BARCLAYS HIGH YIELD BD ETF (continued)								
05/09/13 13	27,602	41,7450	1,152.24	33.9100	935.98	-216.26	61.71	6.59%
06/11/13 13	27,653	39,9970	1,106.05	33.9100	937.71	-168.34	61.83	6.59%
07/10/13 13	28,603	39,1820	1,120.71	33.9100	969.93	-150.78	63.95	6.59%
08/09/13 13	27,308	39,8200	1,087.40	33.9100	926.01	-161.39	61.06	6.59%
09/11/13 13	28,879	39,4390	1,138.97	33.9100	979.29	-159.68	64.57	6.59%
10/09/13 13	28,228	39,8700	1,125.44	33.9100	957.21	-168.23	63.11	6.59%
11/12/13 13	27,324	40,4930	1,106.42	33.9100	926.56	-179.86	61.09	6.59%
12/10/13 13	28,070	40,3920	1,133.79	33.9100	951.85	-181.94	62.76	6.59%
01/07/14 13	27,561	40,5130	1,116.57	33.9100	934.59	-181.98	61.62	6.59%
02/11/14 13	27,826	40,5310	1,127.82	33.9100	943.58	-184.24	62.21	6.59%
03/11/14 13	27,938	41,2700	1,153.00	33.9100	947.38	-205.62	62.46	6.59%
04/09/14 13	27,560	41,2370	1,136.48	33.9100	934.56	-201.92	61.62	6.59%
05/09/14 13	27,606	41,2190	1,137.90	33.9100	936.12	-201.78	61.72	6.59%
06/10/14 13	27,050	41,3490	1,118.49	33.9100	917.27	-201.22	60.48	6.59%
07/10/14 13	27,001	41,5640	1,122.26	33.9100	915.60	-206.66	60.37	6.59%
08/11/14 13	27,926	40,5240	1,131.66	33.9100	946.97	-184.69	62.44	6.59%
09/10/14 13	26,787	41,0170	1,098.71	33.9100	908.35	-190.36	59.89	6.59%
10/09/14 13	28,193	40,2880	1,135.85	33.9100	956.02	-179.83	63.03	6.59%
11/12/14 13	27,910	40,1590	1,120.83	33.9100	946.43	-174.40	62.40	6.59%
12/09/14 13	28,498	39,1760	1,116.43	33.9100	966.36	-150.07	63.73	6.59%
Total Covered	1,057,599		42,458.45		35,863.16	-6,595.29	2,364.60	
Total	6,076,000		\$231,187.28		\$206,037.16	-\$25,150.12	\$13,584.90	
SPDR SER TR BARCLAYS TIIPS ETF								
Dividend Option: Cash; Capital Gains Option: Cash				Security Identifier: IPE				
2,608.00 of these shares are in your margin account				CUSIP 78464A656				
10/12/10 *13	0.392	54,6940	21.44	54.6300	21.42	-0.02	0.03	0.13%
11/09/10 *13	3.091	55,6490	172.01	54.6300	168.86	-3.15	0.24	0.13%
12/09/10 *13	2,000,000	52,8440	105,687.95	54.6300	109,260.00	3,572.05	152.19	0.13%
12/09/10 *13	1,400	55,7140	78.00	54.6300	76.48	-1.52	0.11	0.13%
12/09/10 *13	0.920	53,8150	49.51	54.6300	50.26	0.75	0.07	0.13%
01/06/11 *13	4,250	52,9840	225.18	54.6300	232.18	7.00	0.32	0.13%
02/09/11 *13	2,832	52,5350	148.78	54.6300	154.71	5.93	0.22	0.13%
03/09/11 *13	4,845	53,5790	259.59	54.6300	264.68	5.09	0.37	0.13%



Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products (continued)								
SPDR SER TR BARCLAYS TIPS ETF (continued)								
04/11/11 *13	10,519	53.7280	565.17	54.6300	574.65	9.48	0.80	0.13%
05/10/11 *13	10,663	54.8680	585.06	54.6300	582.52	-2.54	0.81	0.13%
06/09/11 *13	19,280	54.4910	1,050.59	54.6300	1,053.27	2.68	1.47	0.13%
07/12/11 *13	13,822	54.5680	754.24	54.6300	755.10	0.86	1.05	0.13%
08/09/11 *13	10,259	56.5860	580.52	54.6300	560.45	-20.07	0.78	0.13%
10/11/11 *13	2,872	57.2420	164.40	54.6300	156.90	-7.50	0.22	0.13%
11/09/11 *13	6,053	58.2340	352.49	54.6300	330.68	-21.81	0.46	0.13%
12/09/11 *13	3,967	58.0490	230.28	54.6300	216.72	-13.56	0.30	0.13%
Total Noncovered	2,095,165		110,925.21		114,458.88	3,533.67	159.44	
04/11/12 13	1,897	58.3500	110.69	54.6300	103.63	-7.06	0.14	0.13%
05/09/12 13	8,458	59.2150	500.84	54.6300	462.06	-38.78	0.64	0.13%
06/11/12 13	13,590	60.1550	817.50	54.6300	742.42	-75.08	1.03	0.13%
07/11/12 13	6,070	60.0100	364.26	54.6300	331.60	-32.66	0.46	0.13%
11/09/12 13	3,347	60.9710	204.07	54.6300	182.85	-21.22	0.25	0.13%
11/27/12 13	400,000	61.0400	24,415.95	54.6300	21,852.00	-2,563.95	30.44	0.13%
12/11/12 13	9,537	61.6680	588.13	54.6300	521.01	-67.12	0.73	0.13%
01/07/13 13	1,129	60.5850	68.40	54.6300	61.68	-6.72	0.09	0.13%
05/09/13 13	6,677	60.2380	402.21	54.6300	364.76	-37.45	0.51	0.13%
06/11/13 13	6,339	57.7410	366.02	54.6300	346.30	-19.72	0.48	0.13%
08/09/13 13	1,734	56.0270	97.15	54.6300	94.73	-2.42	0.13	0.13%
09/11/13 13	5,723	54.2460	310.45	54.6300	312.65	2.20	0.44	0.13%
10/09/13 13	1,072	55.7650	59.78	54.6300	58.56	-1.22	0.08	0.13%
11/12/13 13	2,731	55.8220	152.45	54.6300	149.19	-3.26	0.21	0.13%
12/10/13 13	2,772	54.7190	151.68	54.6300	151.43	-0.25	0.21	0.13%
05/09/14 13	6,041	56.5150	341.41	54.6300	330.02	-11.39	0.46	0.13%
06/10/14 13	15,097	56.5250	853.36	54.6300	824.75	-28.61	1.15	0.13%
07/10/14 13	8,123	56.8150	461.51	54.6300	443.76	-17.75	0.62	0.13%
08/11/14 13	8,312	57.2380	475.76	54.6300	454.09	-21.67	0.63	0.13%
09/10/14 13	4,186	56.8850	238.12	54.6300	228.67	-9.45	0.31	0.13%
Total Covered	512,835		30,979.74		28,016.16	-2,963.58	39.01	
Total	2,608,000		\$141,904.95		\$142,475.04	\$570.09	\$198.45	
Total Exchange-Traded Products			\$808,099.57		\$775,167.40	-\$32,932.17	\$22,573.71	
Total Portfolio Holdings								
			\$1,293,022.35		\$1,278,231.79	-\$14,790.56	\$31,713.89	

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 or in retirement accounts are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered," under the new cost basis reporting rules, and marked or denoted as such.