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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://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 WORTHINGTON FAMILY FOUNDATION		<b>A Employer identification number</b>  26-4445573	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 4311		<b>B</b> Telephone number (see instructions)  (734) 662-2522	
City or town, state or province, country, and ZIP or foreign postal code TRAVERSE CITY, MI 49685		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/>  <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 4,534,840		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		Revenue and expenses per books <b>(a)</b>	Net investment income <b>(b)</b>	Adjusted net income <b>(c)</b>	Disbursements for charitable purposes <b>(d)</b> (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities . . . . .	149,071	118,906		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	113,308			
	<b>b</b> Gross sales price for all assets on line 6a 1,511,455				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . .		113,308		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	262,379	232,214		
	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule). . . . .				
	<b>b</b> Accounting fees (attach schedule). . . . .	7,511			
	<b>c</b> Other professional fees (attach schedule) . . . . .	30,289	26,958		
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) . . .	3,700			
	<b>19</b> Depreciation (attach schedule) and depletion . . .	578			
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings. . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule). . . . .	62			
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	42,140	26,958		0
	<b>25</b> Contributions, gifts, grants paid . . . . .	240,950			240,950
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	283,090	26,958		240,950
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-20,711			
	<b>b Net investment income</b> (if negative, enter -0-)		205,256		
	<b>c Adjusted net income</b> (if negative, enter -0-) . . .				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	15,098	18,367	18,402
	2	Savings and temporary cash investments . . . . .	198,877	34,334	34,334
	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)	795,228	693,289	756,723
	b	Investments—corporate stock (attach schedule) . . . . .	3,025,658	3,267,124	3,372,972
	c	Investments—corporate bonds (attach schedule) . . . . .	283,565	284,054	352,409
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans. . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ 2,782 Less accumulated depreciation (attach schedule) ▶ 647	1,588	2,135	
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	4,320,014	4,299,303	4,534,840	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule). . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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 . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,320,014	4,299,303	
	30	Total net assets or fund balances(see instructions) . . . . .	4,320,014	4,299,303	
31	Total liabilities and net assets/fund balances(see instructions) . . . . .	4,320,014	4,299,303		

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	4,320,014
2	Enter amount from Part I, line 27a . . . . .	2	-20,711
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	4,299,303
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	4,299,303

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	113,308
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	-11,427

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	286,949	4,747,918	0 060437
2013	197,851	4,917,426	0 040235
2012	241,484	4,478,689	0 053918
2011	233,187	4,259,037	0 054751
2010	225,607	3,105,206	0 072654

2	Total of line 1, column (d). . . . .	2	0 281995
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 056399
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5. . . . .	4	4,677,237
5	Multiply line 4 by line 3. . . . .	5	263,791
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	2,053
7	Add lines 5 and 6. . . . .	7	265,844
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	240,950

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See  
the Part VI instructions

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1  
Date of ruling or determination letter \_\_\_\_\_  
(attach copy of letter if necessary—see instructions)

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b . . . . .

c

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

2

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

2

3

Add lines 1 and 2. . . . .

3

4,105

4

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

4

5

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

5

4,105

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

3,549

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

3,549

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

556

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

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .

1a

No

b

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

1b

No

c

Did the foundation file **Form 1120-POL** for this year? . . . . .

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  
(1) On the foundation ☐ \$ \_\_\_\_\_ (2) On foundation managers ☐ \$ \_\_\_\_\_

e

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

2

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

2

No

3

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

3

No

4a

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

4a

No

b

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

4b

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

No

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)  
☐ MI \_\_\_\_\_

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? Website address <b>WWW.WORTHINGTON-FAMILY-FOUNDATION.ORG</b>	13	Yes	
14	The books are in care of <b>DOUGLAS R WORTHINGTON</b> Telephone no <b>(248) 267-3222</b> Located at <b>PO BOX 4311 TRAVERSE CITY MI</b> ZIP+4 <b>49685</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country <b></b>	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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? ( <b>Exception.</b> 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 <b>any</b> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	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? <input type="checkbox"/>	1c		
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>20</b> , <b>20</b> , <b>20</b> , <b>20</b>			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>			
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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i> ) <input type="checkbox"/>	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)?

☐ Yes ☒ No

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

c

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

☐ Yes ☒ No

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

6a

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

☐ Yes ☒ No

b

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

☐ Yes ☒ 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?

5b

6b

7b

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DR RUTH A WORTHINGTON PO BOX 4311 TRAVERSE CITY, MI 49685	PRESIDENT 15 00	0	0	0
WILLIAM R WORTHINGTON JR PO BOX 4311 TRAVERSE CITY, MI 49685	VICE PRESIDE 15 00	0	0	0
NANCY B WORTHINGTON PO BOX 4311 TRAVERSE CITY, MI 49685	SECRETARY 15 00	0	0	0
DOUGLAS R WORTHINGTON PO BOX 4311 TRAVERSE CITY, MI 49685	TREASURER 15 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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

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

<b>3</b> 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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	

**Total.** Add lines 1 through 3 . . . . . 



**Part X**

**Minimum Investment Return**  
(All domestic foundations must complete this part. Foreign foundations,see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	4,661,593
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	86,871
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	4,748,464
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	4,748,464
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	71,227
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	4,677,237
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	233,862

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	233,862
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5. . . . .	<b>2a</b>	4,105
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	4,105
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	229,757
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	229,757
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	229,757

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	240,950
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	240,950
<b>5</b>	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). . . . .	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	240,950

**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				229,757
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.				35,226
b From 2011.				22,988
c From 2012.				21,692
d From 2013.				
e From 2014.				55,655
f Total of lines 3a through e.	135,561			
4 Qualifying distributions for 2015 from Part XII, line 4				
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.				229,757
e Remaining amount distributed out of corpus	11,193			
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	146,754			
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).	35,226			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	111,528			
10 Analysis of line 9				
a Excess from 2011.				22,988
b Excess from 2012.				21,692
c Excess from 2013.				
d Excess from 2014.				55,655
e Excess from 2015.				11,193

## Part XIV

**b** Check box to indicate whether the organization is a private operating foundation described in section 170(c)(2)(B)(i) or 170(c)(2)(B)(ii)

**b** 85% of line 2a . . . . .

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

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

a "Assets" alternative test—enter

**(1)** Value of all assets . . . . .

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

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

c "Support" alternative test—enter

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

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

**(3)** Largest amount of support from an exempt organization

**(4) Gross investment income**

## Part XV

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

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

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

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

NAN WORTHINGTON  
PO BOX 4311  
TRAVERSE CITY, MI 49685  
(248) 267-3249

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

REQUESTS FOR GRANTS ARE PROCESSED ON AN ANNUAL BASIS. THE SUBMISSIONS ARE CAREFULLY REVIEWED BY THE BOARD OF DIRECTORS DURING JUNE THROUGH AUGUST, WITH THE AWARDS GIVEN EARLY SEPTEMBER. THE REQUESTS SHOULD BE MADE ON THE ORGANIZATION WEBSITE AT [WORTHINGTON-FAMILY-FOUNDATION.ORG](http://WORTHINGTON-FAMILY-FOUNDATION.ORG)

**c** Any submission deadlines

BETWEEN FEBRUARY 1 AND MAY 15

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

DISTRIBUTIONS CAN BE USED FOR THE CONTINUANCE AND DEVELOPMENT OF PROGRAMS, EXTEND ASSISTANCE IN THE COORDINATION OF THE WORK OF THE INSTITUTION, AND TO AID IN THE PLANNING AND DEVELOPMENT OF A GENERAL SOCIAL WELFARE PROGRAM WHICH SHALL BEST FULFILL THE HEALTH, WELFARE, CHARACTER BUILDING, AND RECREATIONAL NEEDS OF THE INSTITUTION DETAILED GUIDELINES ARE FOUND IN THE PROPOSAL REQUEST DOCUMENT

Part XV

Supplementary Information(continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	240,950
b Approved for future payment				
Total . . . . .			3b	

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		
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . . .						
<b>3</b> Interest on savings and temporary cash investments . . . . .						
<b>4</b> Dividends and interest from securities. . . . .						149,071
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property . . . . .						
<b>7</b> Other investment income. . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .						113,308
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory . . . . .						
<b>11</b> Other revenue <b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .						262,379
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .						262,379

[illegible]

l. 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

<b>(1)</b> Cash.	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets.	<b>1a(2)</b>		<b>No</b>

**b Other transactions**

<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>	<b>No</b>
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<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>	<b>No</b>
--	--------------	-----------

<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>	<b>No</b>
--	--------------	-----------

<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>	<b>No</b>
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(5) Loans or loan guarantees. . . . .	1b(5)	No
---------------------------------------	-------	----

(6) Performance of services or membership or fundraising solicitations. . . . .	1b(6)	No
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<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>	<b>No</b>
--	-----------	-----------

**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

**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.

\*\*\*\*\* 2016-05-05 \*\*\*\*\*

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**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name TAVA L FINN	Preparer's Signature	Date 2016-05-12	Check if self-employed <input checked="" type="checkbox"/>	PTIN P01956232
	Firm's name <input checked="" type="checkbox"/> WEIDMAYER SCHNEIDER & RAHAM CPAS PC			Firm's EIN <input checked="" type="checkbox"/>	38-2172611
	Firm's address <input checked="" type="checkbox"/> 167 LITTLE LAKE DRIVE PO BOX 238 ANN ARBOR, MI 481062389			Phone no	(734) 662-2522

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
279 753SHS AMG FUNDS	P	2014-12-29	2015-12-08
691 181SHS JPMORGAN MIDCAP VALUE	P	2011-10-26	2015-09-08
142SHS SCHLUMBERGER LTD	P	2014-12-18	2015-10-28
337SHS CON-WAY INC	P	2014-09-04	2015-09-11
100SHS SIMON PROPERTY GROUP REIT	P	2013-12-12	2015-06-16
423 056SHS KEELEY FUNDS INC	P	2014-12-16	2015-12-08
746 046SHS MFS SER TR I	P	2011-10-26	2015-09-08
350SHS SOLARITY CORP	P	2015-10-28	2015-11-11
25SHS CONSTELLATION BRANDS	P	2014-08-22	2015-09-08
492SHS SOLARCITY CORP	P	2014-04-30	2015-11-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,957		7,346	-389
25,000		16,250	8,750
11,238		12,014	-776
16,016		16,360	-344
17,595		13,969	3,626
6,672		7,046	-374
25,000		16,660	8,340
8,614		13,367	-4,753
3,193		2,183	1,010
12,109		26,081	-13,972

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-389
			8,750
			-776
			-344
			3,626
			-374
			8,340
			-4,753
			1,010
			-13,972

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1322 126SHS TRANSAMERICA FUNDS	P	2015-02-26	2015-06-08
282 486SHS T ROWE PRICE BLUE CHIP	P	2011-09-16	2015-09-08
1350SHS SPORTSMANS WAREHOUSE	P	2014-12-08	2015-06-10
82SHS CUMMINS INC	P	2014-08-20	2015-10-27
60SHS STARBUCKS	P	2013-12-12	2015-09-08
1886 202SHS WELLS FARGO FDS TR	P	2015-01-26	2015-02-23
590 877SHS VICTORY PORTFOLIOS	P	2011-03-02	2015-09-08
200SHS SYNCHRONOSS TECHNLS INC	P	2015-02-04	2015-12-02
47 246SHS EMERSON ELECTRIC CO	P	2013-12-11	2015-02-04
45SHS UNITED HEALTH GROUP	P	2013-12-12	2015-09-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
13,182		13,667	-485
20,000		10,989	9,011
14,639		9,992	4,647
8,434		12,014	-3,580
3,280		2,304	976
84,464		81,069	3,395
25,000		17,608	7,392
7,961		9,396	-1,435
2,714		2,520	194
5,133		3,228	1,905

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-485
			9,011
			4,647
			-3,580
			976
			3,395
			7,392
			-1,435
			194
			1,905



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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
357 707SHS WELLS FARGO FUNDS TR EM G	P	2014-12-10	2015-01-26
406 421SHS WELLS FARGO ADVANTAGE	P	2011-10-26	2015-09-08
570SHS USG CORP NEW	P	2014-07-16	2015-03-04
50SHS EXPRESS SCRIPT HOLDINGS	P	2013-12-12	2015-09-08
50SHS COMCAST CORP NEW CL A	P	2002-11-18	2015-09-08
3608 393SHS AMG FUNDS	P	2013-12-27	2015-12-08
3498 3SHS WELLS FARGO FUNDS TR EM GR	P	2011-08-29	2015-01-26
103SHS PERRIGO CO PLC	P	2014-07-16	2015-06-05
30SHS FACEBOOK INC CLS A	P	2014-06-06	2015-09-08
152 754SHS EMERSON ELECTRIC CO	P	2010-12-13	2015-02-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,716		5,673	43
20,000		14,973	5,027
15,783		16,003	-220
4,197		3,340	857
2,837		1,218	1,619
89,741		85,521	4,220
55,903		49,908	5,995
19,774		15,929	3,845
2,686		1,894	792
8,775		6,657	2,118

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			43
			5,027
			-220
			857
			1,619
			4,220
			5,995
			3,845
			792
			2,118

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
360 62SHS DELEWARE GROUP ADVISOR FDS	P	2014-07-29	2015-09-08
600SHS ALLEGHENY TECHNOLOGIES	P	2015-06-10	2015-12-02
60SHS AETNA	P	2014-08-20	2015-09-08
30SHS GILEAD SCIENCES	P	2013-12-12	2015-09-08
200SHS EQUIFAX IN	P	2000-12-11	2015-02-04
257 334SHS DODGE&COX FDS	P	2012-03-05	2015-09-08
571SHS CMS ENERGY CORP	P	2014-04-30	2015-01-30
74SHS AMERISOURCEBERGEN CORP	P	2014-03-19	2015-09-08
376SHS HSBC HOLDINGS PLC-SPON	P	2013-12-12	2015-12-02
123SHS JOHNSON & JOHNSON	P	2004-12-08	2015-09-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,000		9,531	469
7,779		17,592	-9,813
6,976		4,747	2,229
3,106		2,116	990
16,961		6,425	10,536
10,000		8,417	1,583
21,929		17,101	4,828
7,617		5,036	2,581
15,147		19,972	-4,825
12,062		9,184	2,878

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			469
			-9,813
			2,229
			990
			10,536
			1,583
			4,828
			2,581
			-4,825
			2,878

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr )	(d) Date sold (mo , day, yr )
5700 38SHS KEELEY FUNDS INC	P	2014-10-01	2015-12-08
218SHS CITIGROUP INC NEW	P	2014-12-09	2015-01-15
50SHS APPLE INC	P	2013-12-12	2015-09-08
50SHS HOME DEPOT INC	P	2014-04-24	2015-09-08
305SHS MERCK & CO INC NEW	P	2005-01-04	2015-02-04
253 378SHS LOOMIS SAYLES FDS II	P	2012-04-24	2015-02-02
60SHS CREDIT SUISSE GROUP	P	2015-02-04	2015-09-08
600SHS APPLIED MATERIALS INC	P	2013-12-13	2015-04-28
25SHS KRAFT HEINZ	P	2014-08-20	2015-09-08
400SHS SPECTRA ENERGY CORP	P	2006-12-09	2015-06-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
89,895		89,738	157
10,385		12,001	-1,616
5,607		4,030	1,577
5,752		3,977	1,775
17,981		20,865	-2,884
3,000		3,142	-142
1,589		1,311	278
12,084		10,018	2,066
1,779		1,432	347
13,568		7,268	6,300

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			157
			-1,616
			1,577
			1,775
			-2,884
			-142
			278
			2,066
			347
			6,300

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
298 24SHS PRIME CAP ODYSSEY FDS	P	2013-11-01	2015-09-08
300SHS FIREEYE INC	P	2015-05-14	2015-06-26
376SHS ARRIS GROUP INC NEW	P	2014-03-20	2015-03-27
227 SHS NORFOLK SOUTHERN CORP	P	2013-12-12	2015-05-28
50000 COBB CNTY GA DEV AUTH PKG	P	2009-06-22	2015-09-02
1083 032SHS PRUDENTIAL ST	P	2014-01-15	2015-12-03
600SHS FREEPORT-MCMORAN INC	P	2014-08-20	2015-07-13
225SHS BAXTER INTERNATIONAL INC	P	2013-12-12	2015-06-05
257SHS ONEOK INC NEW	P	2013-12-12	2015-10-28
427 ENTERGY LA LLC 1ST MTG	P	2010-04-21	2015-12-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,000		8,571	1,429
14,897		12,651	2,246
10,694		10,972	-278
21,097		19,978	1,119
50,000		49,917	83
12,000		12,325	-325
10,156		19,999	-9,843
14,636		14,976	-340
8,649		13,090	-4,441
10,675		10,614	61

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,429
			2,246
			-278
			1,119
			83
			-325
			-9,843
			-340
			-4,441
			61

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
909 091SHS THORNBURG INCOME TR	P	2014-03-19	2015-12-03
262SHS KRAFT FOODS	P	2014-08-20	2015-07-06
50SHS CVS HEALTH	P	2013-12-12	2015-09-08
275SHS QUALCOMM INC	P	2013-12-12	2015-07-23
1000 JP MORGAN CHASE CAP	P	2010-04-21	2015-04-02
24512 838SHS TRANSAMERICA FUNDS	P	2014-05-30	2015-06-08
300SHS NEXTRA ENERGY PARTNERS	P	2015-02-05	2015-10-28
145SHS CHEVRON CORPORATION	P	2014-02-13	2015-10-28
463SHS RACKSPACE HOSTING INC	P	2014-08-20	2015-12-02
50000 MIAMI-DADE CNTY FLA AVIATION	P	2011-11-29	2015-01-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
12,000		12,191	-191
19,330		15,007	4,323
5,057		3,388	1,669
17,106		19,992	-2,886
25,000		24,765	235
244,393		251,904	-7,511
7,277		11,938	-4,661
13,014		16,450	-3,436
13,790		14,973	-1,183
50,000		50,004	-4

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-191
			4,323
			1,669
			-2,886
			235
			-7,511
			-4,661
			-3,436
			-1,183
			-4

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1217 145SHS WELLS FARGO FUNDS TR	P	2013-12-12	2015-01-26
75SHS PRECISION CASTPARTS CORP	P	2014-12-09	2015-10-08
50SHS COGNIZANT TECHNOLOGY SOLUTIONS	P	2013-12-12	2015-09-08
260SHS ST JUDE MEDICAL INC	P	2013-12-12	2015-03-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
19,450		20,067	-617
17,277		17,944	-667
3,136		2,333	803
17,367		15,016	2,351

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-617
			-667
			803
			2,351

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ECOLOGY CENTER 339 E LIBERTY STE 300 ANN ARBOR, MI 48104		501(C)3	ENVIRONMENTAL EDUCATION PROGRAMS	46,100
MICHIGAN OPERA THEATRE 1526 BROADWAY DETROIT, MI 48226		501(C)3	LOW INCOME STUDENTS OPERA EXPERIENCE	29,000
MSU OPERA THEATRE 102 MUSIC BUILDING EAST LANSING, MI 488241043		501(C)3	COSTUME/WIG RENTAL & GUEST TEACHER	22,500
MSU WKAR AMFMTV 404 WILSON RD RM 212 EAST LANSING, MI 48824		501(C)3	NEW TV SERIES "FORTE" HS BANDS/ORCH	12,250
OLD TOWN PLAYHOUSE PO BOX 262 TRAVERSE CITY, MI 49685		501(C)3	UNDERWRITE CURRENT AND NEW PROGRAMS	31,100
PEWABIC POTTERY 10125 E JEFFERSON DETROIT, MI 48214		501(C)3	RENOVATION OF OUTDOOR EDUCATION CT	45,000
SEEDS PO BOX 2454 TRAVERSE CITY, MI 49685		501(C)3	SUPPORT ANNUAL SEEDS "THE QUEST"	30,000
ANN ARBOR SYMPHONY ORCHESTRA 220 E HURON ST SUITE 470 ANN ARBOR, MI 48104			YOUTH EDUC AND OUTREACH PROGRAMS	25,000
<b>Total.</b> . . . . .			<b>3a</b>	240,950

TY 2015 Accounting Fees Schedule

**Name:** WORTHINGTON FAMILY FOUNDATION

**EIN:** 26-4445573

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WSR TAX PREP	7,511			



Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Depreciation Schedule

Name: WORTHINGTON FAMILY FOUNDATION

EIN: 26-4445573

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
APPLE COMPUTER C1MNK	2014-10-29	1,657	69	S/L	4 0000	414			
COMPUTER 2 BUNDLE - 2015 ROTATION	2015-05-23	1,125		S/L	4 0000	164			

**TY 2015 Investments Corporate Bonds Schedule****Name:** WORTHINGTON FAMILY FOUNDATION**EIN:** 26-4445573

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
25,000 WACHOVIA BANK CPN 6.6% DUE 1/	41,650	58,199
44,000 GTE CALIF	41,417	51,156
10,000 GTE NORTH INC.	9,239	7,167
45,000 GENERAL ELEC CAP	40,004	58,701
30,000 PROGRESSIVE CORP SENIOR NOTES	26,744	36,898
25,000 BANK OF AMERICA CPN 6.05% DUE	25,000	26,524
100,000 DUKE CAPITAL CORP	100,000	113,764

TY 2015 Investments Corporate Stock Schedule

Name: WORTHINGTON FAMILY FOUNDATION  
EIN: 26-4445573

Name of Stock	End of Year Book Value	End of Year Fair Market Value
167SHS-AETNA INC (NEW)	13,212	18,056
600SHS-ALLEGHENY TECHNOLOGIES	8,688	6,750
65SHS -ALLERGAN PLC	19,636	20,313
20SHS -AMAZON	13,648	13,518
200SHS-AMERICAN TOWER CORP	15,373	19,390
150SHS-AMERISOURCEBERGEN CORP	10,208	15,556
195SHS-APPLE	15,717	20,526
0SHS-APPLIED MATERIALS		
0SHS-ARROS GROUP INC (NEW)		
904SHS-ATT INC NEW	30,233	31,107
100SHS -AVAGO TECHNOLOGIES	12,613	14,515
0SHS-BAXTER INTERNATIONAL INC		
100SHS -BERKSHIRE HATHAWAY INC.	14,625	13,204
400SHS -BERRY PLASTICS GROUP INC	13,528	14,472
45SHS -BLACKROCK INC	15,406	15,323
300SHS -BP PLC SPONS ADR	11,998	9,378
1000SHS -CELADON GROUP INC	17,859	9,890
150SHS-CHEVRON CORP	13,591	13,494
0SHS-CITIGROUP INC (NEW)		
0SHS-CMS ENERGY CORP		
270SHS-COGNIZANT TECHNOLOGY SOLUTION	12,600	16,205
2000SHS-COMCAST CORP	50,000	51,320
256SHS-COMCAST CORP NEW	11,252	14,446
0SHS-CON-WAY INC		
112SHS-CONSTELLATION BRANDS INC	9,778	15,953
130SHS-COSTCO WHSL CORP NEW	17,123	20,995
490SHS -CREDIT SUISSE GROUP	10,706	10,628
0SHS-CUMMINS INC		
185SHS-CVS CAREMARK CORP	13,384	18,087
300SHS -DELTA AIRLINES INC (NEW)	13,028	15,207

Name of Stock	End of Year Book Value	End of Year Fair Market Value
316SHS -EATON CORP PLC	17,249	16,445
0SHS-EMERSON ELECTRIC		
1573SHS-ENTERGY LOUISIANA LLC	39,098	39,781
124SHS-EOG RESOURCES INC	11,169	8,778
0SHS-EQUIFAX INC		
100SHS-EVEREST RE GROUP LTD	16,376	18,309
159SHS-EXPRESS SCRIPTS HLDG CO	10,620	13,898
140SHS-FACEBOOK	8,838	14,652
14SHS-FAIRPOINT COMMUNICATIONS	118	
0SHS-FREEPORT-MCMORAN INC CLASSB		
1128SHS-GENERAL ELECTRIC	39,111	35,137
110SHS-GILEAD SCIENCES INDS INC	7,759	11,131
495SHS-HILTON WORLDWIDE HOLDINGS INC	11,225	10,593
161SHS-HOME DEPOT	12,807	21,292
152SHS -HONEYWELL INTERNATIONAL INC	15,686	15,743
300SHS-HSBC HOLDING PLC SPON ADR	11,817	11,841
1700SHS-HUNTINGTON BANC SHRES INC	16,007	18,802
200SHS -ICON PLC	13,240	15,540
600SHS-INTEL CORP	15,477	20,670
2500SHS-ISHARES ET GLOBAL ENERGY	25,575	24,600
275SHS-JOHNSON AND JOHNSON	18,087	28,248
300SHS-JOHNSON CONTROLS	15,146	11,847
400SHS-JP MORGAN CHASE AND CO	22,720	26,412
0SHS-JP MORGAN CHASE CAP XXIX		
549SHS -JUNIPER NETWORK INC	14,613	15,152
237SHS-KRAFT HEINZ CO	13,575	17,244
76SHS -MCKESSON CORPORATION	17,389	14,989
0SHS-MERCK AND CO INC NEW		
266SHS-MICROSOFT	9,971	14,758
180SHS-NEXTERA ENERGY INC	14,961	18,700

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400SHS -NEXTERA ENERGY PARTNERS	10,391	11,940
0SHS-NORFOLK SOUTHERN CORP		
400SHS-ONEOK INC NEW	10,864	9,864
800SHS -ORANGE SPONSORED ADR	13,411	13,304
243SHS-PACKAGING CORP OF AMERICA	14,953	15,321
221SHS -PAREXEL INTL CORP	14,649	15,055
459SHS -PAYPAL HOLDINGS INC	17,728	16,616
0SHS-PERRIGO CO PLC		
720SHS-PNC FINL SVCS GROUP INC	18,000	18,396
0SHS-PRECISION CASTPARTS CORP		
168SHS-PRUDENTIAL FINANCIAL	14,945	13,677
2000SHS-PUBLIC STORAGE	50,000	49,980
0SHS-QUALCOMM INC		
400SHS-RACKSPACE HOSTING INC	10,418	10,128
0SHS-SCHLUMBERGER LTD		
0SHS-SIMON PROPERTY GROUP REIT INC		
350SHS-SOLARCITY CORP	11,565	17,857
0SHS-SPECTRA ENERGY CORP		
200SHS-SPLUNK INC	11,512	11,762
0SHS-SPORTSMANS WAREHOUSE HOLDING		
0SHS-ST JUDE MEDICAL INC		
400SHS-STARBUCKS	15,399	24,012
300SHS -SYNCHRONOSS TECHNLGs INC	11,093	10,569
4000SHS -TELEPHONE & DATA SYS INC	103,163	100,040
60SHS-TELSA MOTORS	11,186	14,401
421SHS-TEXTRON INC	16,743	17,686
226SHS-TIME WARNER INC NEW	13,023	14,615
226SHS - TJX COS INC NEW	14,789	16,026
153SHS-TOYOTA MTR CORP ADR	17,928	18,825
375SHS-UNILEVER PLC SPONS ADR	14,745	16,170

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150SHS-UNITED STATES POSTAL SERVICES	15,192	14,435
185SHS-UNITED TECHNOLOGIES CORP	19,962	17,773
234SHS-UNITEDHEALTH GROUP	16,787	27,528
0SHS-USG CORP NEW		
184SHS-V F CORPORATION	10,688	11,454
280SHS-VISA INC CLASS A	17,740	21,714
3741.808SHS-COHEN&STEERS PFD SECS	49,989	50,776
2600.138SHS -FIDELITY ADV HLTH	106,227	99,663
1800SHS -EATONVANCE ENHANCED EQ INC	25,079	24,156
2400SHS -WESTERN ASSET MUN DEF OPP T	57,986	58,176
3888.146SHS-AMG FUNDS YACKTMAN FOCUS		
2400.187 INVESCO SMALL CAP GRW FD CL	91,067	78,630
2652.448SHS-DELEWARE GROUP ADVISOR F	69,943	67,929
1641.209SHS-DODGE & COX FDS INTL STK	62,884	59,871
8170.549SHS-DOUBLELINE FDS TR	91,927	88,079
2259.862SHS-HARRIS ASSOC INVT TR OAK	56,923	48,271
6043.386SHS-KEELEY FUNDS INC SMALL C		
7605.089SHS-LOOMIS SAYLES FDS II INV	93,764	82,515
2419.158SHS-MFS SER TR I VALUE FD	58,704	79,735
1438.714SHS-MATTHEWS INTL FD ASIAN G	26,342	23,063
5073.152SHS-WELLS FARGO FUNDS TR EME		
696.590SHS-OPPENHEIMER DEV MKTS CL Y	24,468	20,891
3649.831SHS-JP MORGAN MIDCAP VALUE	95,052	123,985
2562.725SHS-PARNASSUS CORE EQUITY	97,261	94,744
979.994SHS-PRIMECAP ODYSSEY FDS AGGR	30,103	31,752
12550.932SHS-PRUDENTIAL SHORT TERM C	142,754	138,437
3815.525SHS-T ROWE PRICE VALUE FD IN	137,647	119,235
1351.402SHS-T ROWE PRICE BLUE CHIP G	66,431	97,814
10390.198SHS-THORNBURG INVOME TR LTD	139,520	136,943
25421.766SHS-TRANSAMERICA FUNDS TACT		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4265.714SHSVANGUARD WELLESLEY INC	262,063	253,383
1932.478SHS-VICTORY PORTFOLIOS MUNDE	64,502	71,347
2619.536SHS-VICTORY SYCAMORE SM CO	104,455	93,910
1312.018SHS-WELLS FARGO GR FUND CL A	52,319	57,624

# TY 2015 Investments Government Obligations Schedule

**Name:** WORTHINGTON FAMILY FOUNDATION

**EIN:** 26-4445573

**US Government Securities - End of  
Year Book Value:**

**US Government Securities - End of  
Year Fair Market Value:**

**State & Local Government  
Securities - End of Year Book  
Value:**

693,289

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

756,723



TY 2015 Land, Etc.  
Schedule

**Name:** WORTHINGTON FAMILY FOUNDATION  
**EIN:** 26-4445573

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTERS	2,782	647	2,135	

TY 2015 Other Expenses Schedule

**Name:** WORTHINGTON FAMILY FOUNDATION

**EIN:** 26-4445573

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
USPS	62			

**TY 2015 Other Professional Fees Schedule****Name:** WORTHINGTON FAMILY FOUNDATION**EIN:** 26-4445573

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WF 2052-4161 ADVISORY FEES	18,439	16,411		
WF 4620-6267 ADVISORY FEES	11,850	10,547		

**TY 2015 Taxes Schedule****Name:** WORTHINGTON FAMILY FOUNDATION**EIN:** 26-4445573

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 WELLS FARGO FOREIGN TAXES PD	274			
2 WELLS FARGO FOREIGN TAXES PD	126			
INVESTMENT TAX	3,300			