Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation
WILLIAMS FAMILY PRIVATE FOUNDATION

A Employer identification number
27-2203213

Number and street (or P O box number if mail is not delivered to street address) 2625 MIDDLEFIELD ROAD NO 403 | Room/suite

B Telephone number (see instructions)
(408) 832-2000

City or town, state or province, country, and ZIP or foreign postal code
PALO ALTO, CA 943062516

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 22,871,465

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	59	59		
	4	Dividends and interest from securities	745,273	745,273		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	84,032			
	b	Gross sales price for all assets on line 6a 2,016,213				
	7	Capital gain net income (from Part IV, line 2)		111,818		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	-5,587	-5,587		
	12	**Total.** Add lines 1 through 11	823,777	851,563		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	117,096	117,096		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	87,527	5,527		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	204,623	122,623		0
	25	Contributions, gifts, grants paid	544,000			544,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	748,623	122,623		544,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	75,154			
	b	**Net investment income** (if negative, enter -0-)		728,940		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	136,048	130,769	130,769
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	23,338,218	22,935,203	22,211,742
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	259,797	741,845	528,954
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets**(to be completed by all filers—see the instructions Also, see page 1, item I)	23,734,063	23,807,817	22,871,465
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	23,734,063	23,807,817	
	30	**Total net assets or fund balances**(see instructions)	23,734,063	23,807,817	
	31	**Total liabilities and net assets/fund balances**(see instructions)	23,734,063	23,807,817	

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	23,734,063
2	Enter amount from Part I, line 27a	2	75,154
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	23,809,217
5	Decreases not included in line 2 (itemize) ▶	5	1,400
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	23,807,817

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	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	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	111,818
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	119,285	14,037,472	0 008498
2013	120,813	1,910,291	0 063243
2012	113,738	1,878,061	0 060561
2011	33,899	1,335,956	0 025374
2010	7,937	832,544	0 009533

2	**Total** of line 1, column (d).	2	0 167209
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 033442
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	24,522,750
5	Multiply line 4 by line 3.	5	820,090
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,289
7	Add lines 5 and 6.	7	827,379
8	Enter qualifying distributions from Part XII, line 4.	8	544,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	14,579
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	14,579
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	14,579
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	8,165		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	18,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	26,165
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	109
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	11,477
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 11,477 **Refunded** ▶			11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 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*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE, CA			
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)*

			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).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶THE FOUNDATION Telephone no ▶(408) 832-2000

Located at ▶2625 MIDDLEFIELD ROAD NO 403 PALO ALTO CA ZIP+4 ▶943062516

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 |

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any**of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all**years listed, answer "No" and attach statement—see instructions).		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JEFFREY E WILLIAMS 2625 MIDDLEFIELD ROAD 403 PALO ALTO, CA 943062516	CO-PRESIDENT 1 00	0	0	0
MELISSA F WILLIAMS 2625 MIDDLEFIELD ROAD 403 PALO ALTO, CA 943062516	CO-PRESIDENT 1 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services . . . . ▶	0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	24,828,082
b	Average of monthly cash balances	1b	68,111
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	24,896,193
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	24,896,193
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	373,443
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	24,522,750
6	**Minimum investment return.** Enter 5% of line 5	6	1,226,138

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	1,226,138
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 14,579		
b	Income tax for 2015 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	14,579
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,211,559
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,211,559
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	1,211,559

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	544,000
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	544,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	544,000

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				1,211,559
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			505,985	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 544,000				
a Applied to 2014, but not more than line 2a			505,985	
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.				38,015
e Remaining amount distributed out of corpus	0			
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	0			
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				1,173,544
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 (see instructions) . . .	0			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .				
c Excess from 2013. . . .				
d Excess from 2014. . . .				
e Excess from 2015. . . .				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information(continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				544,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	59	
4 Dividends and interest from securities. . .			14	745,273	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	84,032	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a UNITED STATES COMMODITY INDEX FUND			14	-11,004	
b STRATEGIC VALUE SPECIAL SITUATIONS FEEDER FUND III, LP			14	5,417	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		823,777	0

13 Total. Add line 12, columns (b), (d), and (e). 13 823,777

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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?

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** 2016-10-28 ******

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
WILLIAM T MELTON JR		2016-10-28		P00351253

Firm's name ▶ ABBOTT STRINGHAM & LYNCH

Firm's EIN ▶ 77-0051130

Firm's address ▶ 1550 LEIGH AVE SAN JOSE, CA 95125

Phone no (408) 377-8700

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

(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)
FROM STRATEGIC VALUE SPECIAL SITUATIONS FEEDER FUND III, LP	P	2015-01-15	2015-12-31
FROM ARES EUROPEAN REAL ESTATE (CAYMAN) FEEDER FUND IV, L P	P	2015-01-01	2015-12-31
FROM BLUE MOUNTAIN CREDIT ALTERNATIVES FUND LTD	P	2015-01-01	2015-12-31
ABERDEEN GLOBAL HIGH - 279 216 SHS	P	2014-05-29	2015-07-31
ABERDEEN GLOBAL HIGH -372 908 SHS	P	2014-06-27	2015-07-31
ABERDEEN GLOBAL HIGH - 4134 514 SHS	P	2014-06-05	2015-07-31
ABERDEEN GLOBAL HIGH - 10961 393 SHS	P	2014-03-21	2015-07-31
DOUBLE LINE EMERGING - 74 703 SHS	P	2014-02-28	2015-03-12
DOUBLE LINE EMERGING - 76 512 SHS	P	2014-01-31	2015-03-12
DOUBLE LINE EMERGING -14668 120 SHS	P	2014-03-21	2015-03-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,309			2,309
3,751			3,751
13,540			13,540
2,482		2,840	-358
3,315		3,810	-495
36,756		42,165	-5,409
97,447		110,851	-13,404
765		776	-11
783		777	6
150,202		152,114	-1,912

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	
			2,309
			3,751
			13,540
			-358
			-495
			-5,409
			-13,404
			-11
			6
			-1,912

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

(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)
DOUBLE LINE EMERGING -19360 353 SHS	P	2014-01-21	2015-03-12
OPPENHEIMER SR FLOATING - 36 618 SHS	P	2014-01-31	2015-03-12
OPPENHEIMER SR FLOATING - 94 042 SHS	P	2014-08-29	2015-03-12
OPPENHEIMER SR FLOATING - 125 991 SHS	P	2015-02-27	2015-03-12
OPPENHEIMER SR FLOATING - 127 607 SHS	P	2014-11-28	2015-03-12
OPPENHEIMER SR FLOATING - 131 226 SHS	P	2014-09-30	2015-03-12
OPPENHEIMER SR FLOATING - 140 6 SHS	P	2015-01-30	2015-03-12
OPPENHEIMER SR FLOATING - 145 586 SHS	P	2014-10-31	2015-03-12
OPPENHEIMER SR FLOATING - 148 378 SHS	P	2014-02-28	2015-03-12
OPPENHEIMER SR FLOATING - 157 980 SHS	P	2014-07-31	2015-03-12

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)
198,250		200,000	-1,750
298		308	-10
766		784	-18
1,026		1,026	0
1,039		1,051	-12
1,068		1,084	-16
1,144		1,133	11
1,185		1,200	-15
1,208		1,246	-38
1,286		1,324	-38

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	
			-1,750
			-10
			-18
			0
			-12
			-16
			11
			-15
			-38
			-38

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

(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)
OPPENHEIMER SR FLOATING - 166 956 SHS	P	2014-03-31	2015-03-12
OPPENHEIMER SR FLOATING - 181 286 SHS	P	2014-12-31	2015-03-12
OPPENHEIMER SR FLOATING - 226 384 SHS	P	2014-06-30	2015-03-12
OPPENHEIMER SR FLOATING - 237 078 SHS	P	2014-04-30	2015-03-12
OPPENHEIMER SR FLOATING - 253 260 SHS	P	2014-05-30	2015-03-12
OPPENHEIMER SR FLOATING - 1787 863 SHS	P	2014-06-03	2015-03-12
OPPENHEIMER SR FLOATING - 8875 740 SHS	P	2014-01-21	2015-03-12
OPPENHEIMER SR FLOATING -23242 220 SHS	P	2014-03-19	2015-03-12
PUTNAM SHORT DURATION - 5 928 SHS	P	2014-01-31	2015-12-15
PUTNAM SHORT DURATION - 11 327 SHS	P	2014-08-29	2015-12-15

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)
1,359		1,402	-43
1,476		1,467	9
1,843		1,902	-59
1,930		1,984	-54
2,062		2,122	-60
14,553		15,000	-447
72,249		74,644	-2,395
189,192		195,000	-5,808
59		60	-1
114		114	0

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
			9
			-59
			-54
			-60
			-447
			-2,395
			-5,808
			-1
			0

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

(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)
PUTNAM SHORT DURATION - 15 458 SHS	P	2014-07-31	2015-12-15
PUTNAM SHORT DURATION - 16 186 SHS	P	2014-05-30	2015-12-15
PUTNAM SHORT DURATION - 18 226 SHS	P	2014-09-30	2015-12-15
PUTNAM SHORT DURATION - 21 295 SHS	P	2014-06-30	2015-12-15
PUTNAM SHORT DURATION - 23 205 SHS	P	2014-03-31	2015-12-15
PUTNAM SHORT DURATION - 23 449 SHS	P	2014-02-28	2015-12-15
PUTNAM SHORT DURATION - 24 749 SHS	P	2014-04-30	2015-12-15
PUTNAM SHORT DURATION - 1492 537 SHS	P	2014-01-23	2015-05-13
PUTNAM SHORT DURATION - 9950 249 SHS	P	2014-01-23	2015-01-27
PUTNAM SHORT DURATION - 11940 299 SHS	P	2014-01-23	2015-05-13

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)
155		156	-1
162		163	-1
183		184	-1
214		214	0
233		233	0
235		236	-1
248		249	-1
15,000		15,015	-15
100,000		100,099	-99
120,000		120,119	-119

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
			-1
			-1
			0
			0
			-1
			-1
			-15
			-99
			-119

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

(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)
PUTNAM SHORT DURATION - 12316 851 SHS	P	2014-10-21	2015-12-15
PUTNAM SHORT DURATION - 17433 596 SHS	P	2014-01-23	2015-12-15
AVENUE CREDIT STRATEGIES - 1154 201 SHS	P	2014-07-09	2015-05-14
COLUMBIA ACORN EMERGING - 289 712 SHS	P	2014-12-09	2015-07-31
COLUMBIA ACORN EMERGING - 3984 064 SHS	P	2014-03-19	2015-03-12
COLUMBIA ACORN EMERGING - 10348 586 SHS	P	2014-10-21	2015-07-31
ANGEL OAK MULTI-STRATEGY - 2138 58 SHS	P	2014-01-23	2015-12-01
CUSHING MLP TOTAL RETURN - 8 SHS	P	2015-07-31	2015-09-14
ISHARES RUSSELL 2000 ETF - 405 SHS	D	2012-09-05	2015-07-31
ISHARES TRUST CORE S&P - 498 SHS	D	2012-09-05	2015-07-31

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)
123,538		124,031	-493
174,859		175,382	-523
12,500		13,723	-1,223
3,404		3,668	-264
50,000		52,145	-2,145
121,596		135,049	-13,453
25,000		26,176	-1,176
11		14	-3
50,018		33,303	16,715
75,019		48,914	26,105

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	
			-493
			-523
			-1,223
			-264
			-2,145
			-13,453
			-1,176
			-3
			16,715
			26,105

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

(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)
UNITED STS COMMODITY - 2510 SHS	P	2014-07-09	2015-07-31
ALBEMARLE CORP - 48 SHS	P	2014-07-15	2015-03-16
CONSTELLIUM NV CL A EUR - 21 SHS	P	2015-03-16	2015-05-28
CONSTELLIUM NV CL A EUR - 61 SHS	P	2014-07-15	2015-05-28
ADVENT SOFTWARE INC - 23 SHS	P	2014-09-25	2015-07-09
ADVENT SOFTWARE INC - 25 SHS	P	2014-09-24	2015-07-09
ADVENT SOFTWARE INC - 39 SHS	P	2015-03-16	2015-07-09
ADVENT SOFTWARE INC - 53 SHS	P	2014-10-07	2015-07-09
DECKERS OUTDOOR CORP - 17 SHS	P	2015-03-16	2015-05-29
DECKERS OUTDOOR CORP - 42 SHS	P	2014-10-01	2015-05-29

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)
109,932		113,908	-3,976
2,538		3,334	-796
290		429	-139
843		1,873	-1,030
1,018		711	307
1,106		789	317
1,726		1,724	2
2,345		1,707	638
1,224		1,208	16
3,023		3,907	-884

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	
			-3,976
			-796
			-139
			-1,030
			307
			317
			2
			638
			16
			-884

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

(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)
EXPEDIA INC - 38 SHS	P	2015-03-16	2015-11-09
EXPEDIA INC - 48 SHS	P	2014-07-15	2015-05-27
EXPEDIA INC -54 SHS	P	2014-07-15	2015-11-09
FEI COMPANY - 44 SHS	P	2014-07-15	2015-03-16
GARTNER INC - 23 SHS	P	2014-07-15	2015-03-16
GENTEX CORP - 70 SHS	P	2015-03-16	2015-06-11
GENTEX CORP -196 SHS	P	2014-07-15	2015-06-11
INSULET CORP - 13 SHS	P	2014-12-17	2015-05-28
INSULET CORP - 16 SHS	P	2015-03-16	2015-05-28
INSULET CORP- 34 SHS	P	2014-10-07	2015-05-28

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)
4,938		3,529	1,409
5,436		3,922	1,514
7,017		4,322	2,695
3,374		3,809	-435
1,873		1,629	244
1,203		1,260	-57
3,368		2,897	471
358		572	-214
440		569	-129
935		1,294	-359

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	
			1,409
			1,514
			2,695
			-435
			244
			-57
			471
			-214
			-129
			-359

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

(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)
INFORMATICA CORP -72 SHS	P	2014-07-15	2015-08-07
INFORMATICA CORP - 92 SHS	P	2015-03-16	2015-08-07
KLX INC -24 SHS	P	2014-07-15	2015-01-06
KERYX BIOPHARMACEUTICALS -19 SHS	P	2015-03-16	2015-10-23
KERYX BIOPHARMACEUTICALS -37 SHS	P	2015-03-16	2015-10-26
KERYX BIOPHARMACEUTICALS - 54 SHS	P	2014-09-04	2015-10-23
KERYX BIOPHARMACEUTICALS - 104 SHS	P	2014-07-15	2015-10-23
NETSCOUT SYSTEMS INC -3 SHS	P	2014-07-15	2015-06-12
NETSCOUT SYSTEMS INC -26 SHS	P	2015-03-16	2015-06-12
NETSCOUT SYSTEMS INC - 30 SHS	P	2014-10-07	2015-06-12

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)
3,510		2,456	1,054
4,485		4,033	452
985		1,238	-253
85		250	-165
160		487	-327
242		971	-729
466		1,498	-1,032
114		128	-14
984		1,098	-114
1,135		1,322	-187

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	
			1,054
			452
			-253
			-165
			-327
			-729
			-1,032
			-14
			-114
			-187

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

(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)
NETSCOUT SYSTEMS INC - 39 SHS	P	2014-07-15	2015-06-11
NEUSTAR INC CL A - 94 SHS	P	2014-07-15	2015-03-16
ZULILY INC - 66 SHS	P	2014-07-15	2015-03-16
PETSMART INC - 17 SHS	P	2014-09-02	2015-03-12
PETSMART INC - 77 SHS	P	2014-07-15	2015-03-12
POLARIS INDUSTRIES INC - 15 SHS	P	2015-03-16	2015-05-20
POLARIS INDUSTRIES INC -46 SHS	P	2014-07-15	2015-05-20
RECEPTOS INC -10 SHS	P	2015-06-12	2015-09-03
RECEPTOS INC -11 SHS	P	2015-05-26	2015-09-03
ROVI CORP COM - 41 SHS	P	2015-03-16	2015-05-20

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)
1,510		1,666	-156
2,068		2,508	-440
858		2,408	-1,550
1,411		1,222	189
6,391		5,379	1,012
2,207		2,247	-40
6,769		6,057	712
2,320		1,827	493
2,552		1,801	751
668		882	-214

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	
			-156
			-440
			-1,550
			189
			1,012
			-40
			712
			493
			751
			-214

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

(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)
ROVI CORP COM - 112 SHS	P	2014-07-15	2015-05-20
ROBERT HALF INTL INC -66 SHS	P	2014-07-15	2015-05-20
SIGNET JEWELERS LTD - 22 SHS	P	2014-07-15	2015-03-16
UNTD RENTALS INC - 76 SHS	P	2014-07-15	2015-01-12
UNIVERSAL HEALTH SVCS - 49 SHS	P	2014-07-15	2015-06-24
VALMONT INDUSTRIES INC - 26 SHS	P	2014-07-15	2015-03-16
WUXI PHARAMATECH CAYMAN - 3 SHS	P	2015-03-18	2015-12-14
WUXI PHARAMATECH CAYMAN - 72 SHS	P	2015-03-16	2015-12-14
WUXI PHARAMATECH CAYMAN - 102 SHS	P	2014-07-15	2015-12-14
WHITING PETROLEUM CORP - 34 SHS	P	2015-03-16	2015-05-26

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)
1,824		2,608	-784
3,794		3,145	649
2,763		2,467	296
6,527		8,184	-1,657
6,437		4,500	1,937
3,226		3,866	-640
138		109	29
3,308		2,527	781
4,687		3,343	1,344
1,122		1,274	-152

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	
			-784
			649
			296
			-1,657
			1,937
			-640
			29
			781
			1,344
			-152

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

(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)
WHITING PETROLEUM CORP - 72 SHS	P	2014-07-15	2015-05-26
XL GROUP PLC SHS - 141 SHS	P	2014-07-15	2015-03-16
YELP INC - 50 SHS	P	2014-07-15	2015-03-16
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,375		6,023	-3,648
5,144		4,817	327
2,310		3,404	-1,094
104,819			104,819

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	
			-3,648
			327
			-1,094
			104,819

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000).

JEFFREY E WILLIAMS
MELISSA F WILLIAMS

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
DUKE UNIVERSITY 100 FUQUA DRIVE DURHAM, NC 27708	N/A	PC	SCHOOL OF BUSINESS	300,000
CITY OF HOPE 1500 E DUARTE RD DUARTE, CA 91010	N/A	PC	GENERAL & UNRESTRICTED	50,000
LEUKEMIA & LYMPHOMA SOCIETY 401 HARRISON OAKS BLVD STE 200 CARY, NC 27513	N/A	PC	GENERAL & UNRESTRICTED	15,000
GIRL SCOUTS OF NORTHERN CALIFORNIA 1650 HARBOR BAY PKWY STE 100 ALAMEDA, CA 94502	N/A	PC	GENERAL & UNRESTRICTED	30,000
NORTH CAROLINA STATE ALUMNI ASSOCIATION CAMPUS BOX 7474 RALEIGH, NC 27695	N/A	PC	GENERAL & UNRESTRICTED	37,000
CHRIST PRESBYTERIAN CHURCH 6585 HIGHWAY 431 SOUTH STE E PMB 454 OWENS CROSS ROADS, AL 35763	N/A	PC	GENERAL & UNRESTRICTED	2,000
SANDRA J WING HEALING THERAPIES FOUNDATION 1807 SANTA RITA RD D-182 PLEASANTON, CA 94566	N/A	PC	GENERAL & UNRESTRICTED	5,000
AMADOR VALLEY HIGH SCHOOL 1155 SANTA RITA RD PLEASANTON, CA 94566	N/A	PC	GENERAL & UNRESTRICTED	5,000
THE TAYLOR FAMILY FOUNDATION 5555 ARROYO RD LIVERMORE, CA 94550	N/A	PC	GENERAL & UNRESTRICTED	100,000
Total . . . . ▶ **3a**				544,000

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319030286

TY 2015 Investments Corporate Stock Schedule

Name: WILLIAMS FAMILY PRIVATE FOUNDATION

EIN: 27-2203213

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABERDEEN GLOBAL HIGH INCOME FUND	1,006,555	813,010
ACI WORLDWIDE INC	5,021	4,451
ADVENT SOFTWARE INC	0	0
AGIOS PHARMACEUTICALS INC	2,348	1,428
AKORN INC	7,002	6,940
ALBEMARLE CORP	0	0
ALIGN TECH INC	5,805	6,848
AMAG PHARMACEUTICALS INC	2,488	1,117
ANACOR PHARMACEUTICALS INC	2,599	2,598
ANGEL OAK MULTI STRATEGY INCOME CLAS	2,191,114	2,078,175
APPLE INC	728,657	2,059,412
AUTOLIV INC	9,255	10,730
AVENUE CREDIT STRATEGIES FD CLASS IN	497,306	380,407
AVIS BUDGET GROUP INC	5,906	3,702
B/E AEROSPACE INC	4,453	2,839
BITAUTO HLDGS LTD SPON ADR	4,227	2,347
BLACKROCK GLOBAL LONG SH EQUITY FD C	688,096	677,666
BLACKROCK HIGH YIELD BOND I	479,193	418,471
BLUE MOUNTAIN CREDIT ALT FD LTD	631,757	635,846
BROADSOFT INC COM	2,533	2,404
BURLINGTON STORES INC	7,493	5,491
CARRIZO OIL & GAS INC	7,550	3,757
CARTER'S INC	4,951	4,273
CBRE GROUP	9,132	9,510
CENTENE GROUP	5,187	7,437
CIENA GROUP NEW	5,112	5,235
COLUMBIA ACORN EMERGING MKTS CLASS Z	302,210	237,369
CONSTELLIUM NV CL A EUR	0	0
CORE LABORATIES N V EUR	3,892	2,936
DECKERS OUTDOOR CORP	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEXCOM INC	3,570	6,061
DIAMONDBACK ENERGY INC	4,895	4,215
DILLARDS INC CL A	4,680	2,563
DOLBY LABORATORIES INC CL A	4,607	3,702
DOUBLE LINE EMERGING MKTS FIXED INC	403,915	352,121
DOUBLE LINE TOTAL RETURN FD INSTL	2,144,780	2,102,686
DRIEHAUS EMERGING MKTS GR FD	669,343	557,389
DUNKIN BRANDS GROUP INC	4,858	3,876
ENANTA PHARMACUETICALS INC	5,070	4,326
ENTEGRIS INC	4,482	4,419
EXPEDIA INC	0	0
F5 NETWORKS INC	7,619	6,496
FEI COMPANY	0	0
FIREEYE INC	4,533	2,240
FIRST REPUBLIC BANK	7,333	8,786
FOOT LOCKER INC	8,893	10,545
FORTINET INC	6,983	6,172
GARTNER INC	3,967	5,079
GENTEX INC	0	0
GLOBAL PAYMENTS INC	7,061	11,741
GUIDEWIRE SOFTWARE INC	2,359	2,647
HAIN CELESTIAL GROUP INC	6,231	4,201
HARBOR INTERNATIONAL FUND	1,167,061	1,030,721
HD SUPPLY HLDGS INC	8,068	8,438
HEARTLAND PAYMENT SY INC	5,256	11,284
HORIZON PHARMA PLC	4,880	3,294
IAC INTERACTIVE CORP	9,832	8,827
ICON PLC EUR	5,121	6,838
IDEXX LABS	4,592	4,448
IMAX CORP CAD	4,573	4,727

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INFINERA CORP	6,719	6,414
INFORMATICA CORP	0	0
INSULET CORP	0	0
INTERACTIVE BROKERS GROUP INC	2,153	3,575
INVESCO EQUALLY WEIGHTED S& P 500 FD	2,003,080	1,963,572
IONIS PHARMACEUTICALS INC	5,171	8,113
ISHARES RUSSELL 2000	1,174,381	1,226,094
ISHARES TRUST CORE S&P MID-CAP	1,750,982	1,826,067
JAZZ PHARMACEUTICALS PLC	6,048	5,341
KAPSTONE PAPER AND PACKAGING CORP	6,341	4,744
KERRY BIOPHARMACEUTICALS INC	0	0
KLX INC	0	0
MANHATTAN ASSOC INC	2,557	4,566
MARKETAXESS HOLDINGS INC	1,794	3,348
MEDIDATA SOLUTIONS INC	5,024	5,175
MEDIVATION INC	7,594	7,638
MERCADOLIBRE INC	9,136	8,004
MIDDLEBY CORP DELA	6,760	6,904
MOMENTA PHARMACEUTICALS INC	1,345	1,662
NETSCOUT SYSTEMS INC	0	0
NEUSTAR INC CL A	0	0
NORDSON CORP	5,738	4,747
OLD DOMINION FREIGHT LINES INC	8,395	7,266
OPHTHOTECH CORP	4,212	4,633
OPPENHEIMER SR FLOATING RATE FD CLAS	0	0
PETSMART INC	0	0
POLARIS INDUSTRIES INC	0	0
POWER INTERGRATIONS INC	4,441	3,890
PROTO LABS INC	3,820	3,185
PUTNAM CAPITAL SPECTRUM FD CLASS Y	877,655	787,694

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PUTNAM DIVERSIFIED INC FD CLASS Y	1,683,895	1,531,519
PUTNAM SHORT DURATION INC FD A	201,019	200,614
PUTNAM SHORT DURATION INC FD Y	79,401	79,092
RADIUS HEALTH INC	2,597	2,585
ROBERT HALF INTL INC	7,184	6,411
ROVICORP COM	0	0
SABRE CORP	5,655	5,566
SALIENT MLP & ENERGY INFRASTRUCTURE	893,136	478,202
SIGNET JEWELERS LTD	5,719	6,308
SILGAN HOLDINGS INC	5,798	5,909
SKETCHERS USA INC CL A	6,866	6,525
SPLUNK INC	6,889	6,704
SUPERNUS PHARMACEUTICALS INC	3,016	2,419
TABLEAU SOFTWARE INC CL A	7,734	9,234
TANDEM DIABETES CARE INC	1,106	980
THIRD AVENUE FOCUSED CREDIT INSTL	830,984	451,559
TOTAL SYSTEM SVS INC	8,549	12,749
TOWERS WATSON & CO CL A	6,989	8,093
UNITED THERAPEUTIC CORP	2,719	3,759
UNIVERSAL HEALTH SVCS	5,116	5,855
UNTD RENTALS INC	0	0
VALMONT INDUSTRIES INC	0	0
VANGUARD FTSE DEVELOPED MKT ETF	1,101,867	1,029,078
VANGUARD FTSE EMERGING MARKETS	601,683	476,192
VEEVA SYSTEMS INC CL A	2,246	2,337
VERINT SYSTEMS INC	4,620	3,123
WABTEC INC	9,638	8,108
WHITING PETROLEUM CORP NEW	0	0
WILLIAMS SONOMA INC	9,847	7,652
WISDOMTREE TRUST EUROPE HEDGED	401,132	395,019

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WUXI PHARAMATECH CAYMAN INC	0	0
WYNDHAM WORLDWIDE CORP	6,644	6,030
XL GROUP PLC SHS	0	0
YELP INC	0	0
YY INC UNSPONSORED CL A ADR	5,404	5,247
ZULILY INC CL A	0	0

TY 2015 Investments - Other Schedule

Name: WILLIAMS FAMILY PRIVATE FOUNDATION

EIN: 27-2203213

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARES EUROPEAN REAL ESTATE	AT COST	81,290	72,367
CUSHING MLP TOTAL RETURN FUND	AT COST	80,594	51,035
KAYNE ANDERSON ENERGY DEVELOPMENT CO	AT COST	83,381	60,617
KAYNE ANDERSON ENERGY TOTAL	AT COST	81,800	40,055
NEUBERGER BERMAN MLP INCOME FUND	AT COST	80,732	45,525
SALIENT MIDSTREAM & MLP FD	AT COST	83,000	42,971
STRATEGIC VALUE SPECIAL SITUATIONS	AT COST	165,905	143,403
TORTOISE MLP FUND INC	AT COST	85,143	72,981
US COMMODITY INDEX FUND	AT COST	0	0

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491319030286

TY 2015 Other Decreases Schedule

Name: WILLIAMS FAMILY PRIVATE FOUNDATION

EIN: 27-2203213

Description	Amount
BOOK VALUE BASIS CORRECTION	1,400

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319030286

TY 2015 Other Income Schedule

Name: WILLIAMS FAMILY PRIVATE FOUNDATION

EIN: 27-2203213

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
UNITED STATES COMMODITY INDEX FUND	-11,004	-11,004	-11,004
STRATEGIC VALUE SPECIAL SITUATIONS FEEDER FUND III, LP	5,417	5,417	5,417

TY 2015 Other Professional Fees Schedule

Name: WILLIAMS FAMILY PRIVATE FOUNDATION

EIN: 27-2203213

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	97,681	97,681		0
ARES EUROPEAN REAL ESTATE (CAYMAN) FEEDER FUND IV, L P	6,382	6,382		0
BLUE MOUNTAIN CREDIT ALTERNATIVES FUND LTD	13,033	13,033		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319030286

TY 2015 Taxes Schedule

Name: WILLIAMS FAMILY PRIVATE FOUNDATION

EIN: 27-2203213

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	5,527	5,527		0
FEDERAL ESTIMATED TAXES	82,000	0		0