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 separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation: JOHN E. AND SHERYL M. DOWNING FAMILY CHARITABLE FOUNDATION

A Employer identification number: 27-4376195

Number and street (or P O box number if mail is not delivered to street address): 985 MATLOCK RD

Room/suite:

B Telephone number (see instructions): (270) 781-6500

City or town, state or province, country, and ZIP or foreign postal code: BOWLING GREEN, KY 42104

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 378,175.

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				
4 Dividends and interest from securities	7,757.	7,757.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	22,036.			
b Gross sales price for all assets on line 6a 213,741.				
7 Capital gain net income (from Part IV, line 2)		22,036.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 **Total** Add lines 1 through 11	29,793.	29,793.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 1	1,090.			1,090.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)[2]	437.	174.		
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	1,527.	174.		1,090.
25 Contributions, gifts, grants paid	19,190.			19,190.
26 **Total expenses and disbursements** Add lines 24 and 25	20,717.	174.	0.	20,280.
27 Subtract line 26 from line 12				
a **Excess of revenue over expenses and disbursements**	9,076.			
b **Net investment income** (if negative, enter -0-)		29,619.		
c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	35,775.	993.	993.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 3	301,929.	341,790.	373,197.
	c Investments - corporate bonds (attach schedule) ATCH 4		3,982.	3,985.
	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 ▶			
	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)	337,704.	346,765.	378,175.
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	337,704.	346,765.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	337,704.	346,765.	
	31 Total liabilities and net assets/fund balances (see instructions)	337,704.	346,765.	

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	337,704.
2 Enter amount from Part I, line 27a	2	9,076.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	346,780.
5 Decreases not included in line 2 (itemize) ▶ ATCH 5	5	15.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	346,765.

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 PART IV SCHEDULE			
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				
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				
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	22,036.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	3,367.	389,014.	0.008655
2013	15,774.	338,275.	0.046631
2012	16,650.	297,929.	0.055886
2011	10,671.	292,857.	0.036438
2010			

2	Total of line 1, column (d)	2	0.147610
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	0.029522
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	398,798.
5	Multiply line 4 by line 3	5	11,773.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	296.
7	Add lines 5 and 6	7	12,069.
8	Enter qualifying distributions from Part XII, line 4	8	20,280.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	296.
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	296.
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	296.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	296.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ KY,			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KIM PAPP Telephone no ▶ 270-781-1416

Located at ▶ 937 WHITLOCK ROAD ALVATON, KY ZIP+4 ▶ 42122

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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☐ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

			Yes	No
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		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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
ATCH 6		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 ▶

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

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

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

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

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	378,489.
b	Average of monthly cash balances	1b	26,382.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	404,871.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	404,871.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	6,073.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	398,798.
6	**Minimum investment return.** Enter 5% of line 5	6	19,940.

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	19,940.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	296.		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	296.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	19,644.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	19,644.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	19,644.

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	20,280.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	20,280.
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	296.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	19,984.

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				19,644.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			19,188.	
b Total for prior years 20 13 ,20 12 ,20 11				
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 ▶ $ 20,280.				
a Applied to 2014, but not more than line 2a			19,188.	
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				1,092.
e Remaining amount distributed out of corpus				
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				
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 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				18,552.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	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) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ [X] 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

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*				
ATCH 7				
Total . . . . . . ▶ **3a**				19,190.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	7,757.	
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	22,036.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				29,793.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 29,793.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

Ken Papp | 5/11/16 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JESSICA FREEMAN	Jessica Freeman, CPA	5/4/16		P01261457
Firm's name ▶ BKD, LLP			Firm's EIN ▶ 44-0160260	
Firm's address ▶ 3102 WEST END AVENUE, SUITE 1050 NASHVILLE, TN 37203-1301			Phone no 615.988.3600	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					9,022.	
		VARIOUS SHORT TERM					VAR	VAR
47,616.		53,526.					-5,910.	
		VARIOUS LONG TERM					VAR	VAR
36,956.		32,476.					4,480.	
		VARIOUS LONG TERM					VAR	VAR
120,147.		105,703.					14,444.	
TOTAL GAIN(LOSS)							22,036.	

JOHN E. AND SHERYL M DOWNING FAMILY 27-4376195

ATTACHMENT 1

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BKD TAX PREP FEES	1,090.			1,090.
TOTALS	1,090.			1,090.

ATTACHMENT 2

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	174.	174.		
2014 FORM 990PF TAX	263.			
TOTALS	437.	174.		

ATTACHMENT 3

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FIXED INCOME	65,446.	64,037.
DOMESTIC LARGE CAP	124,649.	166,247.
DOMESTIC SMALL CAP	42,233.	42,034.
INTERNATIONAL EQUITIES	92,138.	84,481.
FLEXSHARES UPSTREAM	17,324.	16,398.
TOTALS	341,790.	373,197.

JOHN E. AND SHERYL M. DOWNING FAMILY 27-4376195

ATTACHMENT 4

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SCHWAB US TIPS ETF		3,982.	3,985.
	TOTALS	3,982.	3,985.

ATTACHMENT 5

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
OTHER DECREASE		15.
	TOTAL	15.

JOHN E. AND SHERYL M. DOWNING FAMILY 27-4376195

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KIM MILLS PAPP 985 MATLOCK RD BOWLING GREEN, KY 42104	CO-TRUSTEE 1 00	0	0	0
J ERIC DOWNING 985 MATLOCK RD BOWLING GREEN, KY 42104	CO-TRUSTEE 1.00	0	0	0
	GRAND TOTALS	0.	0	0

JOHN E AND SHERYL M DOWNING FAMILY 27-4376195

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WOUNDED WARRIORS 4899 BELFORT ROAD SUITE 300 JACKSONVILLE, FL 32256	NONE PC	GENERAL SUPPORT	7,887
KY LIONS EYE FOUNDATION 301 E MUHAMMAD ALI BLVD LOUISVILLE, KY 40202	NONE PC	GENERAL SUPPORT	3,000
SEE INTERNATIONAL 5638 HOLLISTER AVENUE, SUITE 210 SANTA BARBARA, CA 93117	NONE PC	MISSION TRIPS	8,303
		TOTAL CONTRIBUTIONS PAID	19,190

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Date Prepared February 19, 2016

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Detail Information of Dividends and Distributions (continued)

Description	Symbol	CUSIP Number		Paid in 2015		Paid/Adjusted in 2016 for 2015		Amount
Foreign Tax Paid	**Country**							
FLEXSHARES UPSTREAM	Not Provided	33939L407	$	0 00	$	(17 93)	$	(17 93)
OAKMARK INTL FD CLASS I	RIC	413838202	$	0 00	$	(59 89)	$	(59 89)
VANGUARD FTSE ALL WORLD	Not Provided	922042775	$	0 00	$	(17 20)	$	(17 20)
VANGUARD TOTAL	Not Provided	921909768	$	0 00	$	(79 38)	$	(79 38)
Total Foreign Tax Paid (Box 6)			**$**	**0.00**	**$**	**(174 40)**	**$**	**(174.40)**

REALIZED GAIN OR (LOSS)

The information in the following sections include all your realized gain or (loss) transactions during the tax year They may be helpful for, but not limited to, Schedule D Please consult with your tax advisor or financial advisor regarding specific questions

Short-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS "** Report on Form 8949, Part I, with Box A checked

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis		(+)Wash Sale Loss Disallowed		(=)Realized Gain or (Loss)
CHEVRON CORPORATION	166764100	100 00	03/27/15	08/27/15 $	7,668 11 $	10,436 85	$	0 00	$	(2,768 74)
Security Subtotal				**$**	**7,668.11 $**	**10,436.85**	**$**	**0.00**	**$**	**(2,768.74)**
HEARTLAND VALUE FUND INST SHRS	422352831	29 21	12/30/14	03/27/15 $	1,298 81 $	1,297 63	$	0 00	$	1 18
HEARTLAND VALUE FUND INST SHRS	422352831	108 09	12/30/14	03/27/15 $	4,805 10 $	4,800 69	$	0 00	$	4 41
Security Subtotal				**$**	**6,103.91 $**	**6,098.32**	**$**	**0.00**	**$**	**5.59**

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Schwab One® Trust Account of
K PAPP & E DOWNING & M DOWNING
JOHN E & SHERYL M DOWNING FAMI
U/A DTD 12/27/2010

Account Number
3626-5018

TAX YEAR 2015
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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS "** Report on Form 8949, Part I, with Box A checked

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
OAKMARK SELECT FUND	413838608	170 74	12/18/14	03/27/15	$ 6,823 00	$ 6,915 23	$ 0 00	$ (92 23)
Security Subtotal					**$ 6,823 00**	**$ 6,915.23**	**$ 0.00**	**$ (92.23)**
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	1 63	03/26/15	12/31/15	$ 151 89	$ 155 70	$ 0 00	$ (3 81)
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	13 36	03/26/15	12/31/15	$ 1,239 61	$ 1,270 38	$ 0 00	$ (30 77)
Security Subtotal					**$ 1,391.50**	**$ 1,426.08**	**$ 0.00**	**$ (34.58)**
VANGUARD TOTAL INTERNTL STOCK ETF IV	921909768	566 00	03/27/15	12/31/15	$ 25,629 34	$ 28,649 51	$ 0 00	$ (3,020 17)
Security Subtotal					**$ 25,629.34**	**$ 28,649.51**	**$ 0.00**	**$ (3,020 17)**
Total Short-Term *(Cost basis is reported to the IRS)*					**$ 47,615.86**	**$ 53,525.99**	**$ 0 00**	**$ (5,910.13)**
Total Short-Term					**$ 47,615.86**	**$ 53,525.99**	**$ 0.00**	**$ (5,910.13)**

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Long-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS "** Report on Form 8949, Part II, with Box D checked

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
CISCO SYSTEMS INC	17275R102	400 00	02/03/11	03/27/15	$ 10,805 81	$ 8,732 15	$ 0 00	$ 2,073 66
Security Subtotal					**$ 10,805.81**	**$ 8,732 15**	**$ 0.00**	**$ 2,073.66**
HEARTLAND VALUE FUND INST SHRS	422352831	4 31	12/27/12	03/27/15	$ 191 94	$ 176 41	$ 0 00	$ 15 53
HEARTLAND VALUE FUND INST SHRS	422352831	66 78	12/27/12	03/27/15	$ 2,968 56	$ 2,728 79	$ 0 00	$ 239 77
HEARTLAND VALUE FUND INST SHRS	422352831	25 64	12/27/13	03/27/15	$ 1,139 76	$ 1,248 96	$ 0 00	$ (109 20)
HEARTLAND VALUE FUND INST SHRS	422352831	87 24	12/27/13	03/27/15	$ 3,877 93	$ 4,274 48	$ 0 00	$ (396 55)
Security Subtotal					**$ 8,178.19**	**$ 8,428.64**	**$ 0.00**	**$ (250.45)**
OAKMARK SELECT FUND	413838608	109 43	12/13/12	03/27/15	$ 4,372 82	$ 3,322 29	$ 0 00	$ 1,050 53
OAKMARK SELECT FUND	413838608	66 10	12/19/13	03/27/15	$ 2,641 67	$ 2,585 50	$ 0 00	$ 56 17
Security Subtotal					**$ 7,014.49**	**$ 5,907 79**	**$ 0.00**	**$ 1,106.70**
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	0 19	03/21/12	03/27/15	$ 18 60	$ 11 11	$ 0 00	$ 7 49
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	0 58	12/17/12	03/27/15	$ 55 89	$ 35 61	$ 0 00	$ 20 28
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	6 62	12/17/12	03/27/15	$ 634 76	$ 404 29	$ 0 00	$ 230 47
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	0 65	03/19/13	03/27/15	$ 62 51	$ 42 82	$ 0 00	$ 19 69
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	11 60	03/19/13	03/27/15	$ 1,112 86	$ 762 23	$ 0 00	$ 350 63

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Long-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS "** Report on Form 8949, Part II, with Box D checked

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	1 89	12/17/13	03/27/15 $	181 39 $	143 42 $	0 00 $	37 97
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	26 76	12/17/13	03/27/15 $	2,565 58 $	2,028 65 $	0 00 $	536 93
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	1 56	03/21/14	03/27/15 $	149 75 $	128 23 $	0 00 $	21 52
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	21 23	03/21/14	03/27/15 $	2,035 80 $	1,793 37 $	0 00 $	242 43
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	1 54	09/30/14	12/31/15 $	143 26 $	138 60 $	0 00 $	4 66
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	2 64	12/22/14	12/31/15 $	245 79 $	240 98 $	0 00 $	4 81
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	40 43	12/22/14	12/31/15 $	3,751 59 $	3,678 63 $	0 00 $	72 96
Security Subtotal				**$**	**10,957.78 $**	**9,407.94 $**	**0.00 $**	**1,549 84**
Total Long-Term *(Cost basis is reported to the IRS)*				**$**	**36,956.27 $**	**32,476.52 $**	**0.00 $**	**4,479.75**

Long-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099B as **"cost basis is available but not reported to the IRS "** Report on Form 8949, Part II, with Box E checked

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
HEARTLAND VALUE FUND INST SHRS	422352831	219 95	02/03/11	03/27/15 $	9,776 95 $	10,000 00 $	0 00 $	(223 05)

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Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099B as **"cost basis is available but not reported to the IRS "** Report on Form 8949, Part II, with Box E checked

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold		Total Proceeds		(-)Cost Basis		(+)Wash Sale Loss Disallowed		(=)Realized Gain or (Loss)
HEARTLAND VALUE FUND INST SHRS	422352831	216 37	02/09/11	03/27/15	$	9,618 22	$	10,000 00	$	0 00	$	(381 78)
HEARTLAND VALUE FUND INST SHRS	422352831	211 36	02/16/11	03/27/15	$	9,395 52	$	10,000 00	$	0 00	$	(604 48)
HEARTLAND VALUE FUND INST SHRS	422352831	106 55	03/02/11	03/27/15	$	4,736 32	$	5,000 00	$	0 00	$	(263 68)
HEARTLAND VALUE FUND INST SHRS	422352831	166 70	03/30/11	03/27/15	$	7,409 99	$	8,000 00	$	0 00	$	(590 01)
HEARTLAND VALUE FUND INST SHRS	422352831	16 28	12/29/11	03/27/15	$	723 79	$	631 34	$	0 00	$	92 45
HEARTLAND VALUE FUND INST SHRS	422352831	43 32	12/29/11	03/27/15	$	1,925 65	$	1,679 57	$	0 00	$	246 08
Security Subtotal					**$**	**43,586.44**	**$**	**45,310.91**	**$**	**0.00**	**$**	**(1,724.47)**
ISHARES MSCI EAFE ETF	464287465	100 00	02/16/11	03/27/15	$	6,496 89	$	6,133 37	$	0 00	$	363 52
ISHARES MSCI EAFE ETF	464287465	100 00	02/16/11	03/27/15	$	6,496 89	$	6,133 38	$	0 00	$	363 51
ISHARES MSCI EAFE ETF	464287465	200 00	03/16/11	03/27/15	$	12,993 79	$	11,203 75	$	0 00	$	1,790 04
Security Subtotal					**$**	**25,987.57**	**$**	**23,470 50**	**$**	**0 00**	**$**	**2,517.07**
ISHARES MSCI EMERGING MARKETS ETF	464287234	300 00	02/03/11	03/27/15	$	11,809 88	$	13,934 65	$	0 00	$	(2,124 77)
Security Subtotal					**$**	**11,809.88**	**$**	**13,934.65**	**$**	**0.00**	**$**	**(2,124 77)**
OAKMARK SELECT FUND	413838608	154 21	02/16/11	03/27/15	$	6,162 51	$	4,620 35	$	0 00	$	1,542 16
Security Subtotal					**$**	**6,162.51**	**$**	**4,620.35**	**$**	**0.00**	**$**	**1,542.16**
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	241 55	02/03/11	03/27/15	$	23,157 86	$	12,922 21	$	0 00	$	10,235 65

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Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box E checked

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
VANGUARD HEALTH CARE FD ADMIRAL SHARE	921908885	101 77	02/03/11	12/31/15	$ 9,442 86	$ 5,444 33	$ 0 00	$ 3,998 53
Security Subtotal					**$ 32,600.72**	**$ 18,366 54**	**$ 0 00**	**$ 14,234.18**
Total Long-Term *(Cost basis is available but not reported to the IRS)*					**$ 120,147.12**	**$ 105,702.95**	**$ 0.00**	**$ 14,444.17**
Total Long-Term					**$ 157,103.39**	**$ 138,179 47**	**$ 0.00**	**$ 18,923.92**

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K PAPP & E DOWNING & M DOWNING
JOHN E & SHERYL M DOWNING FAMI
U/A DTD 12/27/2010

Account Number
3626-5018

TAX YEAR 2015
YEAR-END SUMMARY

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared· February 19, 2016

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab It is provided to you as additional tax reporting information you may need to complete your tax return

Realized Gain or (Loss) Summary

Total Realized Gain or (Loss)

Description		Total Proceeds		(-)Cost Basis		(+)Wash Sale Loss Disallowed		(=)Realized Gain or (Loss)
Total Short-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS Report on Form 8949, Part I, with Box A checked)*	$	47,615 86	$	53,525 99	$	0 00	$	(5,910 13)
Total Short-Term Realized Gain or (Loss)	$	47,615 86	$	53,525 99	$	0.00	$	(5,910 13)
Total Long-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS Report on Form 8949, Part II, with Box D checked)*	$	36,956 27	$	32,476 52	$	0 00	$	4,479 75
Total Long-Term Realized Gain or (Loss) *(Cost basis is available but not reported to the IRS Report on Form 8949, Part II, with Box E checked)*	$	120,147 12	$	105,702 95	$	0.00	$	14,444 17
Total Long-Term Realized Gain or (Loss)	$	157,103 39	$	138,179 47	$	0.00	$	18,923 92
TOTAL REALIZED GAIN OR (LOSS)	$	204,719.25	$	191,705 46	$	0 00	$	13,013 79