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## Return of Private Foundation

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

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning

, 2015, and ending

Name of foundation

THE FRANCES G. SHOOLROY FAMILY FOUNDATION

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

C/O ROBERT W. BRIGGS, 3800 EMBASSY PARKWAY

Room/suite

300

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

AKRON

OH 44333

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

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, column (c), line 16)

J Accounting method.

Cash

Accrual

Other (specify)

(Part I, column (d) must be on cash basis)

## 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) . . . . .	1,280,751.		
	2 Ck □ if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments . . . . .			
	4 Dividends and interest from securities . . . . .	76,685.	76,685.	
	5 a Gross rents . . . . .			
	b Net rental income or (loss) . . . . .			
	6 a Net gain or (loss) from sale of assets not on line 10 . . . . .	169,317.	I-6a Stmt	
	b Gross sales price for all assets on line 6a . . . . .	718,835.		
	7 Capital gain net income (from Part IV, line 2) . . . . .		260,839.	
	8 Net short-term capital gain . . . . .			
	9 Income not includable in gross income . . . . .			
	10 a Gross sales less returns and allowances . . . . .			
ADMINISTRATIVE EXPENSES	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. . . . .	1,526,753.	337,524.	
	13 Compensation of officers, directors, trustees, etc . . . . .			
	14 Other employee salaries and wages . . . . .			
	15 Pension plans, employee benefits. . . . .			
	16 a Legal fees (attach schedule) . . . I-16a Stmt.	2,408.		
	b Accounting fees (attach sch) . . . I-16b Stmt.	2,993.		
	c Other prof fees (attach sch) . . . I-16c Stmt.	12,534.	12,534.	
	17 Interest . . . . .			
	18 Taxes (attach schedule)(see Instrs) See Line 18 Stmt	7,688.	1,212.	
	19 Depreciation (attach schedule) and depletion . . . . .			
	20 Occupancy . . . . .			
	21 Travel, conferences, and meetings . . . . .			
	22 Printing and publications . . . . .			
	23 Other expenses (attach schedule) See Line 23 Stmt	1,454.		
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	27,077.	13,746.	
	25 Contributions, gifts, grants paid. . . . .	126,000.		126,000.
	26 Total expenses and disbursements Add lines 24 and 25 . . . . .	153,077.	13,746.	126,000.
	27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements . . . . .	1,373,676.		
	b Net investment income (if negative, enter -0) . . . . .		323,778.	
	c Adjusted net income (if negative, enter -0) . . . . .			

6

<b>Part II</b> <b>Balance Sheets</b>	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
<b>A S S E T S</b>	1 Cash — non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	24,776.	263,506.	263,506.
	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 sch) . . .			
	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) . . . . .	221,633.		
	c Investments — corporate bonds (attach schedule) . . . . .			
<b>L I A B I L I T I E S</b>	11 Investments — land, buildings, and equipment: basis . . . . .			
	Less accumulated depreciation (attach schedule) . . . . .			
	12 Investments — mortgage loans . . . . .			
	13 Investments — other (attach schedule) . . . . .	2,057,753.	3,418,445.	3,286,401.
	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) . . . . .	2,304,162.	3,681,951.	3,549,907.
<b>N F E U T T D A S B S A E T A S N C O E R S</b>	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, & other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ► balance net investment income tax due) . . . . .	103.	4,216.	
	23 Total liabilities (add lines 17 through 22) . . . . .	103.	4,216.	
	Foundations that follow SFAS 117, check here ► and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ► and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	2,304,059.	3,677,735.	
	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) . . . . .	2,304,059.	3,677,735.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	2,304,162.	3,681,951.	

**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	2,304,059.
2 Enter amount from Part I, line 27a . . . . .	2	1,373,676.
3 Other increases not included in line 2 (itemize) . . . . ►	3	
4 Add lines 1, 2, and 3 . . . . .	4	3,677,735.
5 Decreases not included in line 2 (itemize) . . . . ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 . . . . .	6	3,677,735.

**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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED				Various	Various
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	718,835.		457,996.	260,839.	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(i) Gains (Col. (h)) gain minus col. (k), but not less than -0- or Losses (from col. (h))
(i) F.M.V. as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				260,839.	
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	260,839.	
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	81,527.	1,774,208.	0.045951
2013	76,000.	1,666,390.	0.045608
2012	77,746.	1,535,124.	0.050645
2011	72,132.	1,571,127.	0.045911
2010	63,573.	1,463,328.	0.043444
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.231559
<b>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</b>			<b>3</b> 0.046312
<b>4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.</b>			<b>4</b> 3,526,482.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 163,318.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 3,238.
<b>7 Add lines 5 and 6</b>			<b>7</b> 166,556.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 126,000.

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 instructions)**

1 a	Exempt operating foundations described in section 4940(d)(2), check here . . . ► <input type="checkbox"/> and enter 'N/A' on line 1		
	Date of ruling or determination letter (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here . ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	6,476.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b) . . . . .		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	2	0.
3	Add lines 1 and 2 . . . . .	3	6,476.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	6,476.
6	<b>Credits/Payments.</b>		
a	2015 estimated tax pmts and 2014 overpayment credited to 2015 . . . . .	6 a	2,260.
b	Exempt foreign organizations – tax withheld at source . . . . .	6 b	
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6 c	
d	Backup withholding erroneously withheld . . . . .	6 d	
7	Total credits and payments. Add lines 6a through 6d . . . . .	7	2,260.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	4,216.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	0.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax . . . . .	11	Refunded . . . . .

**Part VII-A | Statements Regarding Activities**

1 a	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? . . . . .	Yes	No
1 b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . .	1 a	X
	<i>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</i>	1 b	X
1 c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	1 c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
(1)	On the foundation . . . ► \$	(2)	On foundation managers . . . ► \$
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . ► \$		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2	X
	<i>If 'Yes,' attach a detailed description of the activities.</i>		
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
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4 a	X
b	If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4 b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5	X
	<i>If 'Yes,' attach the statement required by General Instruction T.</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	6	X
	• 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? . . . . .		
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
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) . . . . .		
	OH – Ohio		
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 . . . . .	8 b	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)**

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 ► ROBERT W. BRIGGS, TRUSTEE Telephone no. ► (330) 258-6558 Located at ► 3800 EMBASSY PKWY, SUITE 300 AKRON OH ZIP + 4 ► 44333-8398		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here . . . . . ► 15 and enter the amount of tax-exempt interest received or accrued during the year . . . . .		
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
<b>1 a</b>	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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)? . . . . .	1 b	
Organizations relying on a current notice regarding disaster assistance check here . . . . . ►			
<b>c</b>	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? . . . . .	1 c	X
<b>2</b>	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))		
<b>a</b>	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __ .			
<b>b</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.) . . . . .	2 b	
<b>c</b>	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 __ .		
<b>3 a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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) . . . . .	3 b	
<b>4 a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4 a	X
<b>b</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? . . . . .	4 b	X

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

5 a 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)? . . . . .

5 b

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)

6 a 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? . . . . .

6 b

X

If 'Yes' to 6b, file Form 8870

7 a 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? . . . . .

7 b

**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
ROBERT W. BRIGGS 3800 EMBASSY PKWY, #300 AKRON OH 44333	TRUSTEE 0.10	0.	0.	0.
DAVID M. BRIGGS P.O. BOX 56 WOOSTER OH 44691	TRUSTEE 0.20	0.	0.	0.
CHARLES A. BRIGGS (to 7/1/2015) 5190 COTE du RHONE WAY SARASOTA FL 34238	TRUSTEE 0.00	0.	0.	0.
ADAM BRIGGS (Beginning 7/1/2015) P.O. BOX 56 WOOSTER OH 44691	TRUSTEE 0.10	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 . . . . . 

None

**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 . . . . . ► None

**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

Organizations and other beneficiaries served, conferences convened, research papers produced, etc.	
1	<u>NONE</u>
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

### Amount

1 NONE \_\_\_\_\_ 0.  
2 \_\_\_\_\_

---

All other program-related investments See instructions.

3 NONE \_\_\_\_\_  
\_\_\_\_\_  
Total. Add lines 1 through 3 . . . . . ➤ 0.  
None

**Total.** Add lines 1 through 3 . . . . . ► None

**BAA**

**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 . . . . .	1 a	3,450,454.
b Average of monthly cash balances . . . . .	1 b	129,731.
c Fair market value of all other assets (see instructions) . . . . .	1 c	
d <b>Total</b> (add lines 1a, b, and c) . . . . .	1 d	3,580,185.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1 e	
2 Acquisition indebtedness applicable to line 1 assets . . . . .	2	
3 Subtract line 2 from line 1d . . . . .	3	3,580,185.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions) . . . . .	4	53,703.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4 . . . . .	5	3,526,482.
6 <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	176,324.

**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	176,324.
2 a Tax on investment income for 2015 from Part VI, line 5 . . . . .	2 a	6,476.
b Income tax for 2015 (This does not include the tax from Part VI.) . . . . .	2 b	
c Add lines 2a and 2b . . . . .	2 c	6,476.
3 Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	169,848.
4 Recoveries of amounts treated as qualifying distributions . . . . .	4	
5 Add lines 3 and 4 . . . . .	5	169,848.
6 Deduction from distributable amount (see instructions) . . . . .	6	
7 <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1 . . . . .	7	169,848.

**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 . . . . .	1 a	126,000.
b Program-related investments — total from Part IX-B . . . . .	1 b	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) . . . . .	3 a	
b Cash distribution test (attach the required schedule) . . . . .	3 b	
4 <b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	4	126,000.
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 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6	126,000.

**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 . . . . .				169,848.
2 Undistributed income, if any, as of the end of 2015			86,032.	
a Enter amount for 2014 only . . . . .				
b Total for prior years 20 ___, 20 ___, 20 ___. . . . .				
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . .	0.			
b From 2011 . . . . .	0.			
c From 2012 . . . . .	0.			
d From 2013 . . . . .	0.			
e From 2014 . . . . .	0.			
f Total of lines 3a through e . . . . .	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 126,000.			86,032.	
a Applied to 2014, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required — see instructions) . . . . .				
c Treated as distributions out of corpus (Election required — see instructions) . . . . .				
d Applied to 2015 distributable amount . . . . .				39,968.
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 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016 . . . . .				129,880.
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 . . . . .	0.			
b Excess from 2012 . . . . .	0.			
c Excess from 2013 . . . . .	0.			
d Excess from 2014 . . . . .	0.			
e Excess from 2015 . . . . .	0.			



**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
<b>a Paid during the year</b>				
WAYNE COUNTY COMMUNITY FOUNDATION 517 NORTH MARKET ST WOOSTER	OH 44691	PC	GENERAL SUPPORT	84,000.
<b>b Approved for future payment</b>				
<b>Total . . . . .</b>			► 3a	126,000.
<b>Total . . . . .</b>			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies . . .					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments . . . .					
4 Dividends and interest from securities . . . . .			14	76,685.	
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	169,317.	
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) . . . . .				246,002.	
13 Total. Add line 12, columns (b), (d), and (e) . . . . .				13	246,002.

(See worksheet in line 13 instructions to verify calculations )

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

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

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

**2 a** 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

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

Sign  
Here

  
Signature of officer or trustee

15/16/2016

TRUSTEE

May the IRS discuss  
this return with the  
preparer shown below  
(see instructions)?

<b>Paid Preparer Use Only</b>	Print/Type preparer's name  <b>Cathy C. Godshall</b>	Preparer's signature  <i>Cathy C. Godshall</i>	Date  <b>5/9/2016</b>	Check <input type="checkbox"/> if self-employed	PTIN  <b>P01392736</b>
	Firm's name ► <b>BUCKINGHAM DOOLITTLE and BURROUGHS</b>	Firm's EIN ► <b>34-1832611</b>			
	Firm's address ► <b>3800 EMBASSY PKWY STE 300</b>				
	AKRON	OH	44333-8398	Phone no	(330) 376-5300

**BAA**

**Form 990-PF (2015)**

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

OMB No. 1545-0047

**Schedule of Contributors****2015**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization

THE FRANCES G. SHOOLROY FAMILY FOUNDATION

Employer identification number

34-1910725

Organization type (check one)

Filers of:

Form 990 or 990-EZ

## Section:

501(c)( ) (enter number) organization  
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation  
 4947(a)(1) nonexempt charitable trust treated as a private foundation  
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

**Schedule B (Form 990, 990-EZ, or 990-PF) (2015)**

Name of organization

THE FRANCES G. SHOOLROY FAMILY FOUNDATION

Employer identification number

34-1910725

**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FRANCES G. SHOOLROY TRUST	\$ 136,148	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
	D.A. BRIGGS & R.W. BRIGGS, TTEES, P.O. BOX 56		(Complete Part II for noncash contributions.)
	WOOSTER OH 44691		
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	FRANCES G. SHOOLROY TRUST	\$ 1,144,603	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
	D.A. BRIGGS & R.W. BRIGGS, TTEES, P.O. BOX 56		(Complete Part II for noncash contributions.)
	WOOSTER OH 44691		
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
---	---	\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
	---		(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
---	---	\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
	---		(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
---	---	\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
	---		(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
---	---	\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
	---		(Complete Part II for noncash contributions.)

Name of organization

THE FRANCES G. SHOOLROY FAMILY FOUNDATION

Employer identification number

34-1910725

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	See attached list	\$ 1,144,603.	01/06/15
		\$	
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

FRANCES G. SHOOLROY FAMILY FOUNDATION  
 EI # 34-1910725  
 2015 990-PF

PAGE 1, PART 1, LINE 6a DETAIL: NET GAIN/(LOSS) FROM SALE OF ASSETS NOT ON LINE 10

SECURITY	P or D *	SHARES OR FACE	ACQ DATE	SALE DATE	PROCEEDS	BOOK VALUE	GAIN/ (LOSS)
Broadview Tr Opportunity Fd	D	391 850	12/30/14	5/29/15	15,000 00	13,934.13	1,065 87
Advisors Inner Circle Cambiar Small Cap	D	720 807	12/30/14	5/29/15	15,000 00	11,598 40	3,401 60
Dodge & Cox Fds Int Stk Fd	D	444 050	12/30/14	5/29/15	20,000 00	18,059 56	1,940 44
JPMorgan Tr II Core Bd Fd Select	D	5,097 706	12/30/14	5/29/15	60,000 00	60,407 84	(407 84)
Oak Associates Fds White Oak	P	558 481	3/28/07	5/29/15	35,000 00	22,099 73	12,900 27
Selected Amern Shs Inc Cl D	D	660 211	12/30/14	5/29/15	30,000.00	27,365.65	2,634 35
T Rowe Price Blue Chip	D	831 255	12/30/14	5/29/15	60,000 00	54,405 70	5,594 30
Ishares MSCI Eafe Index	P	1,113	3/27/07	7/17/15	72,674.22	80,277 95	(7,603 73)
iShares Core S&P 500 ETF	P	118	12/12/08	7/17/15	25,184 28	24,663 18	521 10
Guggenheim ETF S&P 500 Equal Index	P	2,941.776	Various	7/17/15	238,411 95	187,683.40	50,728 55
Vanguard Intl Equity ETF Index	D	1,249	12/30/14	7/17/15	50,090 23	49,022 02	1,068 21
					621,360.68	549,517 57	71,843 11
Long term capital gain distributions					97,474 00		97,474 00
					<b>718,834.68</b>	<b>549,517.57</b>	<b>169,317.11</b>

\*P = Purchased, D = Donated

PAGE 3, PART IV, LINE 1 DETAIL: CAPITAL GAINS AND LOSSES

SECURITY	SHARES	ACQ	SALE	GAIN/		
	OR FACE	DATE	DATE	PROCEEDS	TAX BASIS	(LOSS)
Broadview Tr Opportunity Fd	391 850	3/28/07	6/1/15	15,000 00	13,154 50	1,845 50
Advisors Inner Circle Cambiar Small Cap	720 807	3/22/07	6/1/15	15,000 00	11,475 25	3,524 75
Dodge & Cox Fds Int Stk Fd	444.050	3/22/07	6/1/15	20,000 00	20,355 26	(355 26)
JPMorgan Tr II Core Bd Fd Select	5,097 706	10/9/14	6/1/15	60,000 00	59,949 00	51 00
Oak Associates Fds White Oak	558.481	3/28/07	6/1/15	35,000 00	18,447 78	16,552 22
Selected Amern Shs Inc Cl D	660 211	12/15/08	6/1/15	30,000 00	18,059 93	11,940 07
T Rowe Price Blue Chip	831 255	3/22/07	6/1/15	60,000 00	30,241 06	29,758 94
Ishares MSCI Eafe Index	1,113	3/27/07	7/17/15	72,674 22	84,277.61	(11,603.39)
iShares Core S&P 500 ETF	118	12/12/08	7/17/15	25,184 28	10,363 30	14,820.98
Guggenheim ETF S&P 500 Equal Index Fund	2,941.776	Various	7/17/15	238,411.95	143,013 33	95,398 62
Vanguard Intl Equity ETF Index	1,249	3/27/07	7/17/15	50,090 23	48,658 62	1,431.61
				621,360.68	457,995.64	163,365 04
Long term capital gain distributions				97,474 00		97,474 00
				<b>718,834.68</b>	<b>457,995.64</b>	<b>260,839.04</b>

THE FRANCES G. SHOOLROY FAMILY FOUNDATION  
EI# 34-1910725  
2015 990-PF

Page 1, Part I, Line 16A: LEGAL FEES

Services rendered in connection with resignation of trustee and appointment of new Trustee; work involved with changes to separate shares in foundation created for grant-making purposes only following death of foundation's founder \$ 2,408

Page 1, Part I, Line 16b: ACCOUNTING FEES

Maintaining the Foundation's books and records for 2015, preparing the Foundation's 2014 990-PF, and performing other Foundation administration work as needed, including arrangements for charitable grants \$ 2,993

Page 1, Part I, Line 16c: OTHER PROFESSIONAL FEES

Fees paid to professional investment managers \$ 12,534

Page 1, Part I, Line 18: TAXES

2015 net investment income tax	<u>\$ 6,476</u>
Foreign income tax	<u>1,212</u>
	<u><u>\$ 7,688</u></u>

Page 1, Part I, Line 23: OTHER EXPENSES

990-PF Software fee	<u>\$ 54</u>
Officers and directors liability insurance	<u>1,200</u>
Annual Ohio Charitable Law Division filing fee	<u>200</u>
	<u><u>\$ 1,454</u></u>

Page 4, Part VII-A, Question 8b Explanation

The State of Ohio now requires foundations that must file with its Charitable Law Section to file with the Charitable Law Section annually on line on a form on its website rather than by filing the 990-PF with the state.

FRANCES G. SHOOLROY FAMILY FOUNDATION  
 EI # 34-1910725  
 2015 990-PF

PAGE 2, PART II, LINE 13, COLUMNS (b) AND (c): INVESTMENTS--OTHER MUTUAL FUNDS

<u>SECURITY</u>	<u>SHARES OWNED 12/31/2015</u>	<u>BOOK VALUE 12/31/2015</u>	<u>FAIR MARKET VALUE 12/31/2015</u>
Invesco S&P 500 Eq Wtd Index Fd	4,708.520	236,351.61	219,605.37
Blackrock Global Allocation Fund	10,344.219	197,654.44	185,471.84
Broadview Fds TR Opportunity Fd	7,566.018	252,730.89	236,892.02
Calamos Market Neutral Fund	10,794.319	136,017.75	136,224.30
Advisors Inner Circle Cambiar Small Cap	13,777.403	243,010.13	225,811.63
Dodge & Cox Intl Stock Fund	7,037.537	291,359.15	256,729.34
Franklin Strategic Income Fund	17,453.687	178,374.56	159,875.77
JPMorgan Tr I Strategic Income	11,563.113	136,369.47	128,234.92
JPMorgan Tr II Core Bd Fd Select	37,349.692	428,620.20	431,015.44
Oak Assocs Fds White Oak Growth	974.362	38,718.97	63,606.35
Oppenheimer International Growth Fund	7,990.886	255,663.04	286,792.89
Pimco All Asset All Authority Fund	35,696.675	350,645.32	273,079.56
Selected American Shares	6,351.553	243,761.11	234,816.91
T Rowe Price Blue Chip Growth Fund	2,596.694	136,270.91	187,948.71
Templeton Global Total Return Fund	11,444.246	146,061.72	131,494.38
Vanguard 500 Index Fd Admiral	128.756	25,263.15	24,267.93
Vanguard Emerging Mkt Stock Index Fd	1,527.260	50,764.35	41,740.01
Vanguard Fds FTSE All World Ex-US	2,324.834	70,807.89	62,793.78
	<u><b>3,418,444.65</b></u>	<u><b>3,286,401.15</b></u>	

FRANCES G. SHOOLROY FAMILY FOUNDATION  
 EI # 34-1910725  
 2015 990-PF

**Schedule B, Part II - Noncash Property**

	<u>Description of Non-cash Property Given</u>	<u>FMV</u>	<u>Date Received</u>
3,655.113	shs Blackrock Global Alloc Inst	71,384	1/6/2015
1,901.498	shs Broadview Fds Tr Opportunity	67,617	1/6/2015
3,598.069	shs Advisors Inner Circle Cambiar Small Cap	57,896	1/6/2015
2,845.259	shs Dodge & Cox Fds Intl Stk Fd	115,717	1/6/2015
6,964.938	shs Franklin Strategic Ser Income Fd Advisor Cl	69,371	1/6/2015
136.168	shs Franklin Strategic Ser Income Fd Advisor Cl	1,356	1/6/2015
6,431.333	shs JPMorgan Tr I Strategic Income Oppty Sel Cl	75,247	1/6/2015
17.011	shs JPMorgan Tr I Strategic Income Oppty Sel Cl	199	1/6/2015
14,986.070	shs JPMorgan TR II Core Bd Fd Select Cl	177,585	1/6/2015
37.019	shs JPMorgan TR II Core Bd Fd Select Cl	439	1/6/2015
2,771.666	shs Oppenheimer Intl Growth Fd Cl Y	93,627	1/6/2015
9,409.737	shs Pimco All Asset Authority Fd Cl I	84,782	1/6/2015
338.761	shs Pimco All Asset Authority Fd Cl I	3,052	1/6/2015
1,546.776	shs Guggenheim S&P Equal Weighted Index Fd	120,014	1/6/2015
1,790.380	shs Selected Amern Shs Inc. Cl D	74,211	1/6/2015
1,234.926	shs T. Rowe Price Blue Chip Growth Fund	80,826	1/6/2015
4,135.491	shs Templeton Income Tr Global Total Return Fd Advisor	51,280	1/6/2015
		<b><u>1,144,603</u></b>	