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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

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OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE AUSTIN MEMORIAL FOUNDATION		A Employer identification number 34-6528879
Number and street (or P.O. box number if mail is not delivered to street address) 3900 KEY CENTER, 127 PUBLIC SQUARE	Room/suite	B Telephone number 216-566-5580
City or town, state or province, country, and ZIP or foreign postal code CLEVELAND, OH 44114-1291		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 12,792,900. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	323,839.	323,839.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,347,710.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		1,347,710.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-2,629.	-4,313.		STATEMENT 2	
12 Total. Add lines 1 through 11	1,668,920.	1,667,236.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	25,945.	0.		25,945.
	b Accounting fees				
	c Other professional fees STMT 4	93,314.	93,314.		0.
	17 Interest				
	18 Taxes STMT 5	53,181.	53,181.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	35,507.	0.		35,507.
	22 Printing and publications				
	23 Other expenses STMT 6	7,558.	7,333.		225.
	24 Total operating and administrative expenses. Add lines 13 through 23	215,505.	153,828.		61,677.
	25 Contributions, gifts, grants paid	789,550.			789,550.
26 Total expenses and disbursements. Add lines 24 and 25	1,005,055.	153,828.		851,227.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	663,865.				
b Net investment income (if negative, enter -0-)		1,513,408.			
c Adjusted net income (if negative, enter -0-)			N/A		

636 10

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	645,656.	157,112.	157,112.
	2 Savings and temporary cash investments	56,971.	17,447.	17,447.
	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			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	5,874,327.	5,749,186.	7,490,372.
	c Investments - corporate bonds	3,897,248.		
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	590,099.	4,957,247.	5,127,969.
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,064,301.	10,880,992.	12,792,900.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,913,446.	5,913,446.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,150,855.	5,814,720.	
	30 Total net assets or fund balances	11,064,301.	11,728,166.	
	31 Total liabilities and net assets/fund balances	11,064,301.	11,728,166.	

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	11,064,301.
2 Enter amount from Part I, line 27a	2	663,865.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,728,166.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,728,166.

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			
b SEE ATTACHED STATEMENT			
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			1,347,710.

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			1,347,710.

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	1,347,710.
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). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☒ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014			
2013			
2012			
2011			
2010			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4	8

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	30,268.
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	30,268.
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	30,268.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	35,000.	
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	35,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	314.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,418.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 4,418. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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 ► <u>N/A</u>		
14 The books are in care of ► <u>WILLIAM R. STEWART</u> Telephone no. ► <u>216-566-5580</u>		
Located at ► <u>3900 KEY CENTER, 127 PUBLIC SQUARE, CLEVELAND, OH</u> ZIP+4 ► <u>44114-1291</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year		
► 15 <u>N/A</u>		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	<u>N/A</u>	
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<u>N/A</u>	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	► _____, _____, _____	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	<u>N/A</u>	
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)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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

0

Form 990-PF (2015)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,886,219.
b	Average of monthly cash balances	1b	463,324.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,349,543.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	13,349,543.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	200,243.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,149,300.
6	Minimum investment return. Enter 5% of line 5	6	657,465.

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	657,465.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	30,268.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30,268.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	627,197.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	627,197.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	627,197.

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	851,227.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	851,227.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	851,227.

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				627,197.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			270,655.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 851,227.				
a Applied to 2014, but not more than line 2a			270,655.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				580,572.
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 instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				46,625.
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	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b** 85% of line 2a

- d** Amounts included in line 2c not used 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

[illegible]

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).)

NONE

- 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.

NONE

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

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

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

N/A

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

N/A

- c Any submission deadlines:**

N/A

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

N/A -

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 11				789,550.
Total			3a	789,550.
b Approved for future payment				
NONE				
Total			3b	0.

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 NORTHERN TRUST # 02-74249	P	VARIOUS	VARIOUS
b NTCC SMALLCAP FUND	P	VARIOUS	VARIOUS
c NTCC SMALLCAP FUND	P	VARIOUS	VARIOUS
d NTCC INTERNATIONAL FUND	P	VARIOUS	VARIOUS
e NTCC INTERNATIONAL FUND	P	VARIOUS	VARIOUS
f NORTHERN TRUST # 02-74249	P	VARIOUS	VARIOUS
g NORTHERN TRUST # 02-74249	P	VARIOUS	VARIOUS
h NORTHERN TRUST # 02-41396	P	VARIOUS	VARIOUS
i NORTHERN TRUST # 02-41396	P	VARIOUS	VARIOUS
j NORTHERN TRUST #02-41396 CG DIST	P	VARIOUS	VARIOUS
k NORTHERN TRUST # 02-41396-1250 GAIN	P	VARIOUS	VARIOUS
l			
m			
n			
o			

(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			-12,843.
b			742.
c			210,695.
d			-17,521.
e			223,352.
f			544,603.
g			311,208.
h			8,694.
i			71,891.
j			6,830.
k			59.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-12,843.
b			742.
c			210,695.
d			-17,521.
e			223,352.
f			544,603.
g			311,208.
h			8,694.
i			71,891.
j			6,830.
k			59.
l			
m			
n			
o			

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	1,347,710.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
NORTHERN TRUST #02-74249 - DIVIDENDS	78,165.	0.	78,165.	78,165.		
NORTHERN TRUST #02-74249 - INT	1.	0.	1.	1.		
NORTHERN TRUST #02-74249 - INTEREST	38,480.	0.	38,480.	38,480.		
NORTHERN TRUST #23-41396 - DIVIDENDS	164,671.	0.	164,671.	164,671.		
NORTHERN TRUST #23-41396 - INTEREST	18.	0.	18.	18.		
VTCC INTER'L FUND-DIVIDENDS	33,995.	0.	33,995.	33,995.		
VTCC INTER'L FUND-INTEREST	86.	0.	86.	86.		
VTCC SMALLCAP FUND- DIVIDENDS	8,367.	0.	8,367.	8,367.		
VTCC SMALLCAP FUND- INTEREST	56.	0.	56.	56.		
FO PART I, LINE 4	323,839.	0.	323,839.	323,839.		

FORM 990-PF

OTHER INCOME

STATEMENT

2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME, NO TRUST #02-74249	2,611.	2,611.	
VTCC SMALL CAP FUND	823.	823.	
VTCC INTERNATIONAL FUND	-7,783.	-7,783.	
NORTHERN TRUST-NON-DIV.DIST.	1,684.	0.	
NORTHERN TRUST-# 41396-OTHER	36.	36.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,629.	-4,313.	

FORM 990-PF

LEGAL FEES

STATEMENT

3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
THOMPSON HINE LLP	25,945.	0.		25,945.
FO FM 990-PF, PG 1, LN 16A	25,945.	0.		25,945.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NORTHERN TRUST BANK OF FLORIDA - AGENCY FEES	37,745.	37,745.		0.
NORTHERN TRUST BANK OF FLORIDA - INVESTMENT FEES	16,240.	16,240.		0.
NORTHERN TRUST BANK OF FLORIDA - TRUSTEE FEES	39,329.	39,329.		0.
FO FORM 990-PF, PG 1, LN 16C	93,314.	93,314.		0.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	3,433.	3,433.		0.
EXCISE TAX	49,456.	49,456.		0.
UNDERPAYMENT PENALTY & INTEREST	201.	201.		0.
BANK FEES	91.	91.		0.
FO FORM 990-PF, PG 1, LN 18	53,181.	53,181.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OHIO FILING FEE	200.	0.		200.
VTCC SMALLCAP FUND	3,190.	3,190.		0.
VTCC INTERNATIONAL FUND	4,143.	4,143.		0.
STATEMENT FOR CONT EXISTENCE	25.	0.		25.
FO FORM 990-PF, PG 1, LN 23	7,558.	7,333.		225.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	5,749,186.	7,490,372.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,749,186.	7,490,372.

The Austin Memorial Foundation

Statement 7

EIN: 34-6528879

2014 Form 990-PF, Return of Private Foundation

Shares owned 01/01/15	Shares owned 12/31/15	Description	Book Value 01/01/15	Market Value 12/31/15	Book Value 12/31/15
2171	2171	Abbott Labs	94,642.09	97,499.61	94,642.09
134	75	Abbott Labs	5,894.77	3,368.25	3,299.32
273	282	Abbvie Inc.	11,118.32	16,705.68	11,875.34
814	814	Accenture PLC	67,827.36	85,063.00	67,827.36
	868	Adobe Sys Inc		81,539.92	68,805.96
376		Allergan	73,949.01		
	106	Alphabet Inc Cl A		82,469.06	43,211.23
	159	Alphabet Inc Cl C		120,661.92	71,160.16
532	532	Allstate Corp	17,085.80	33,031.88	17,085.80
206	206	Altria Group	6,768.28	11,991.26	6,768.28
243	184	Analog Devices Inc	10,932.00	10,178.88	7,838.65
635	635	Apple Inc	41,913.14	66,840.10	41,913.14
582	716	Archer Daniels Midland	23,032.71	26,262.88	29,421.63
617	874	AT&T	16,102.95	30,074.34	25,070.43
713	965	Automatic Data Processing	60,338.18	81,754.80	81,591.03
89	88	Automatic Data Processing	5,027.78	7,455.36	4,971.39
599	884	Bank New York/Mellon	16,202.76	36,438.48	27,349.08
	1035	Baxalta		40,396.05	29,131.49
406		Baxter International	20,074.46		
195		Baxter International	12,719.81		
776	357	BB&T Corp	31,450.89	13,498.17	13,792.71
	776	BB&T Corp		29,340.56	31,450.89
195		BCE Inc	7,903.04		
48	45	Blackrock Inc	12,297.87	15,323.40	11,377.93
850		Broadcom Corp	24,721.14		
	1087	CA Inc.		31,044.72	34,184.52
630	464	Cardinal Health Inc	42,123.75	41,421.28	31,024.48
503	503	Celgene Corp	58,516.13	60,239.28	58,516.13
240	366	Chevron Corp	15,341.25	32,925.36	26,835.64
131		Chevron Corp	14,363.47		
579	538	Cisco Systems	12,325.85	14,609.39	11,438.82
1403	1403	Cisco Systems	32,289.27	38,098.46	32,289.27
303	208	Coca Cola Co.	11,151.54	8,935.68	7,521.07
407	621	Conocophillips	18,876.00	28,994.29	30,399.90
	178	Crown Castle International		15,388.10	14,902.23
468	416	CVS Health Corp	31,195.48	40,672.32	27,729.32
536	574	duPont	32,602.41	38,228.40	33,210.62
508	508	Edison International	24,772.26	30,078.68	24,772.26
256	256	Emerson Electric	13,747.84	12,244.48	13,747.84
	379	Express Scripts		33,128.39	34,805.16
	631	Facebook Inc.		66,040.46	50,829.64
384		Factset Resh Sys Inc.	51,489.45		
884	285	Fastenal Co	39,660.27	11,633.70	12,142.04
	1571	Fastenal Co		64,128.22	68,697.77
177	175	Gallagher, Arthur J & Co	6,704.29	7,164.50	6,632.30
671	671	Gartner Inc	56,806.84	60,859.70	56,806.84
594	426	General Electric Co.	13,294.80	13,269.90	9,550.79
87		Genuine Parts	5,532.60		
159		Google Inc	71,299.80		
106		Google Inc Cl A	43,211.23		
191		Grainger, W.W.	48,087.84		
768	868	Halliburton Co.	32,070.33	29,546.72	35,895.75
	135	Hasbro Inc.		9,093.60	7,348.60
177		Health Care REIT Inc.	9,186.07		

The Austin Memorial Foundation

Statement 7

EIN: 34-6528879

2014 Form 990-PF, Return of Private Foundation

Shares owned 01/01/15	Shares owned 12/31/15	Description	Book Value 01/01/15	Market Value 12/31/15	Book Value 12/31/15
109		Hershey Co.	10,236.58		
	140	Home Depot Inc.		18,515.00	16,211.34
872	1022	Intel Corp.	18,030.71	35,207.90	23,085.95
277	324	Johnson & Johnson	24,322.84	33,281.28	29,054.91
187	136	Johnson & Johnson	14,083.42	13,969.92	11,817.56
798	798	Johnson Controls	35,867.23	31,513.02	35,867.23
202	280	JP Morgan Chase	12,273.94	18,488.40	16,853.80
152	147	Kimberly-Clark	12,155.52	18,713.10	11,687.12
96		Kinder Morgan	3,686.70		
259		Kraft Foods	12,653.39		
508	436	Kraft Heinz Co	26,342.85	31,723.36	23,653.28
95	63	Lockheed Martin	12,766.01	13,680.45	8,799.21
817	606	Lowes Cos.	37,625.87	46,080.24	27,908.54
124	117	Lyondellbasell Industries	10,154.72	10,167.30	9,592.31
688	950	Marathon Oil Corp	22,265.06	11,960.50	29,673.19
104		Marsh & McLennan Cos	5,446.80		
717	717	Marsh & McLennan Cos	32,441.24	39,757.65	32,441.24
1705	1757	Mastercard, Inc	128,498.72	171,061.52	135,189.85
232	264	Maxim Integrated Products	7,555.66	10,032.00	8,613.92
140		McDonalds Corp	12,678.65		
235	522	Merck & Co	10,671.93	27,572.04	27,524.54
522	274	Merck & Co	27,524.54	14,472.68	12,769.21
16,168.01	11,953.49	MFB NTGI_QM Common	1,442,723.72	1,930,727.70	1,137,510.32
344	402	Microsoft Corp.	10,632.76	22,302.96	13,839.27
908	908	Mondelez International	29,505.10	40,714.72	29,505.10
798	1,051	Nestle A Spons ADR	58,532.46	78,215.42	77,575.97
135	153	Nextera Energy	11,214.11	15,895.17	13,111.39
1,053	2,106	Nike Inc Cl B	87,944.26	131,625.00	87,944.26
356	220	Northrop Grumman Corp	40,739.68	41,538.20	25,176.20
149		Novartis AG	9,440.07		
8,209.23	8,378.67	NTCC International	1,311,046.34	1,436,924.31	1,341,194.42
2814.71	2840.21	NTCC Small Cap	417,447.91	694,341.59	424,110.86
288	216	Occidental Petroleum	23,389.19	14,603.76	15,399.12
	444	Occidental Petroleum		30,018.84	34,987.87
96		Oneok, Inc	3,938.36		
2191	2191	Oracle Corp	87,725.11	80,037.23	87,725.11
275	275	O'Reilly Automotive	49,166.30	69,690.50	49,166.30
267	384	Paychex Inc.	11,162.36	20,309.76	16,735.97
113	174	Pepsico	10,362.70	17,386.08	16,361.21
1014	514	Pfizer Inc	31,770.75	16,591.92	16,902.64
	1014	Pfizer Inc.		32,731.92	31,770.75
137	65	Philip Morris	9,582.91	5,714.15	4,805.71
98	163	PNC Financial Services Group	8,642.30	15,535.53	14,154.93
	141	Price, T Rowe Group Inc		10,080.09	11,373.14
75	75	Priceline com.	72,253.25	95,621.25	72,253.25
148		Procter & Gamble	10,253.20		
	42	Public Storage Com		10,403.40	8,440.32
166	153	Qualcomm Inc.	10,787.29	7,647.70	9,955.02
317	506	Quest Diagnostics	16,466.66	35,996.84	29,810.74
450	334	Raytheon Co	42,242.67	41,593.02	31,353.45
172	172	Regeneron Pharmaceuticals	62,442.59	93,373.64	62,442.59
	57	Smucker, JM Co		7,030.38	6,715.00
365	508	Spectra Energy	12,609.21	12,161.52	16,480.50
962	1924	Starbucks	63,106.86	115,497.72	63,106.86

The Austin Memorial Foundation

Statement 7

EIN: 34-6528879

2014 Form 990-PF, Return of Private Foundation

Shares owned 01/01/15	Shares owned 12/31/15	Description	Book Value 01/01/15	Market Value 12/31/15	Book Value 12/31/15
1228	1228	TJX Cos.	76,355.42	87,077.48	76,355.42
	132	Target Corp		9,584.52	11,198.91
353		U.S. Bancorp.	12,899.05		
165	245	Ventas Inc REIT	11,640.46	13,825.35	14,487.99
548	548	Verizon Communications	25,579.16	25,328.56	25,579.16
562	675	Waste Management	23,270.34	36,024.75	29,239.45
	274	Wec Energy Group		14,058.94	12,033.76
	204	Welltower Inc		13,878.12	10,653.47
220		Williams Co. Inc	7,476.39		
233		Wisconsin Energy	10,111.28		
2236	2236	Xerox Corp	24,023.36	23,768.68	24,023.36
117	124	3M Co.	15,910.09	18,679.36	17,098.46
			\$ 5,874,327.18	\$ 7,490,371.67	\$ 5,749,186.35

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	COST	4,957,247.	5,127,969.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,957,247.	5,127,969.

The Austin Memorial Foundation
EIN: 34-6528879
2015 Form 990-PF, Return of Private Foundation

Part II - Balance Sheet**Line 13 - Other Investments**

	Book Value 01/01/15	Book Value 12/31/15	Market Value 12/31/15
104,372.47/150,092.16 Northern High Yield Fixed Income Fund	\$ 742,102.11	\$ 1,057,239.11	\$ 972,597.19
189,829.80/150,019.94 NTGI Common Daily Aggregate Bond Fund	\$ 1,899,766.06	\$ 1,576,897.19	\$ 1,648,869.16
72,624.91/88,894.01 MFB Northern Int'l Eq Index Fd	\$ 749,073.12	\$ 948,273.12	\$ 958,277.42
32,649.45/13,531.05 Northern Multi Mgr Emerging Markets Equity	\$ 506,306.77	\$ 183,474.14	\$ 193,723.73
0/23,103.93 MFO Nuveen Pfd Sec I	\$0	\$ 401,265.13	\$ 390,918.49
228 96/341 06 HF Diversified Core Strategies Fund	272,701.29	\$ 472,701.29	\$ 598,576.05
37,785.39/37,785.39 MFB Northern Fds Global Real Estate Index Fd	317,397.27	\$ 317,397.27	\$ 365,006.86
	\$ 4,487,346.62	\$ 4,957,247.25	\$ 5,127,968.90

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB ACCOUNT
DONALD G. AUSTIN, JR. 169 E. GOODWYN STREET MEMPHIS, TN 38111	PRES., TTEE 1.00	0.	0.	0.
JAMES W. AUSTIN 1225 MAGDALENA COURT LOS ALTOS, CA 94024	TTEE 0.33	0.	0.	0.
SARAH C. KINGSTON 950 LARKSPUR ROAD OAKLAND, CA 94610	TTEE 0.50	0.	0.	0.
STEWART G. AUSTIN, SR. 261 BREMINGTON PLACE MEMPHIS, TN 38111	TTEE 0.33	0.	0.	0.
CHARLES RODGERS 2424 ADAIR STREET SAN MARINO, CA 91108	TTEE 0.33	0.	0.	0.
DAVID A. RODGERS 4 NORTH DRIVE RICHMOND, IN 47374	VP, TREAS., TTEE 0.50	0.	0.	0.
STEWART G. AUSTIN, JR. 128 SOUTH ROSE RD. MEMPHIS, TN 38117	SECRETARY, TTEE 0.50	0.	0.	0.
THOMAS G. AUSTIN 34 FOUNTAIN STREET SAN FRANCISCO, CA 94114	TTEE 0.33	0.	0.	0.
BRETCHEN COLE 1018 LAUREN LANE BASALT, CO 81624	TTEE 0.50	0.	0.	0.
ELLEN AUSTIN SMITH 5 COUNCIL STREET CHARLESTON, SC 29401	TTEE 0.33	0.	0.	0.
SAMUEL H. AUSTIN 4260 WINDY COVE EARLYSVILLE, VA 229369555	TTEE 0.33	0.	0.	0.

THE AUSTIN MEMORIAL FOUNDATION

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SARAH R. COLE 1890 HOOKS SPUR BASALT, CO 81621	TTEE 0.33	0.	0.	0.
ANN R. LOEFFLER PO BOX 235 ELKINS, NH 032330235	TTEE 0.33	0.	0.	0.
ALEXANDRA LOEFFLER PROTHERO 28 MILFORD STREET, APT. 3 BOSTON, MA 02118	TTEE 0.33	0.	0.	0.
JOHN C. AUSTIN 317 BERKSHIRE ROAD ANN ARBOR, MI 48104	TTEE 0.33	0.	0.	0.
MARGARET C. CHILES 549 EVANS COURT BASALT, CO 81621	TTEE 0.33	0.	0.	0.
LYNNE RODGERS 127 W 96TH ST. NEW YORK, NY 10025	TTEE 0.33	0.	0.	0.
DONALD G. AUSTIN, III 5 OLD PEAK RD. HONG KONG, CHINA	TTEE 0.33	0.	0.	0.
PAUL AUSTIN 1101 WEST RIVER PARKWAY MINNEAPOLIS, MN 55415	TTEE 0.33	0.	0.	0.
WINNIE LERNER 15 WEST 18TH STREET, 7B NEW YORK, NY 10011	TTEE 0.33	0.	0.	0.
WILLIAM R. STEWART 127 PUBLIC SQUARE CLEVELAND, OH 44114	ASST TREASURER 0.70	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0.	0.	0.
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**DISTRIBUTIONS TO BENEFICIARIES
THE AUSTIN MEMORIAL FOUNDATION
For Period 01/01/2015 through 12/31/2015**

<u>RECIPIENT NAME & ADDRESS</u>	<u>RECIPIENT RELATIONSHIP & PURPOSE OF GRANT</u>	<u>RECIPIENT STATUS</u>	<u>AMOUNT</u>
A Place to Turn 99 Hartford Street Natick, MA 01760	None Civic	Public Charity	\$3,000.00
Alpine Legal Services P.O. Box 1890 Glenwood Springs, CO 81602	None Civic	Public Charity	35,000.00
American Civil Liberties Union Michigan Chapter 2966 Woodward Avenue Detroit, MI 48201	None Civic	Public Charity	450.00
Animal Humane Society 845 Meadow Lane North Golden Valley, MN 55422	None Humane	Public Charity	250.00
ACES 100 Puppy Smith Street Aspen, CO 81611	None Environmental	Public Charity	36,000.00
Aspen Country Day School 85 Country Day Way Aspen, CO 81611	None Educational	Public Charity	1,000.00
Aspen Education Foundation P.O. Box 2200 Aspen, CO 81612	None Educational	Public Charity	1,000.00
Aspen Historical Society 620 W. Bleeker Street Aspen, CO 81611	None Educational	Public Charity	500.00
Aspen Public Radio 110 E. Hallam Street, Suite 134 Aspen, CO 81611	None Civic	Public Charity	1,000.00

Associated Parents Clubs of Piedmont Box 11192 Piedmont, CA 94611	None Educational	Public Charity	2,000.00
Blue Ridge Area Food Bank P.O. Box 937 Verona, VA 24482	None Civic	Public Charity	\$1,500.00
Boys & Girls Clubs of Memphis 44 South Rembert Memphis, TN 38104	None Civic	Public Charity	2,000.00
Cal Poly Fund Cal Poly State University 1 Grand Avenue St. Luis Obispo, CA 93407	None Educational	Public Charity	1,600.00
Case School of Engineering 10900 Euclid Avenue #500 Cleveland, OH 44106	None Educational	Public Charity	30,000.00
Center for Energy & Environment 212 3rd Avenue, No., Suite 560 Minneapolis, MN 55401	None Conservation	Public Charity	30,000.00
Charleston Day School 15 Archdale Street Charleston, SC 29401	None Educational	Public Charity	2,000.00
Chinese International School Foundation 15 Roszel Road Princeton, NJ 08543	None Educational	Public Charity	4,000.00
Colgate University 13 Oak Drive Hamilton, NY 13346	None Educational	Public Charity	2,000.00
Congregation T'chayah 15000 W. 10 Mile Road Oak Park, MI 48237	None Religious	Public Charity	100.00
Conservation Minnesota 1101 West River Parkway, Suite 200 Minneapolis, MN 55415	None Conservation	Public Charity	1,500.00
Doctors Without Borders 333 Seventh Avenue, 2nd Floor New York, NY 10001	None Medical	Public Charity	1,000.00

Dodge Nature Center 365 Marie Avenue West W. Saint Paul, MN 55118	None Conservation	Public Charity	1,000.00
Earlham College 801 National Road West Richmond, IN 47374	None Educational	Public Charity	48,750.00
Ecology Center, Inc. 339 E. Liberty Street #300 Ann Arbor, MI 48104	None Conservation	Public Charity	450.00
Emmanuel Episcopal Center 604 St. Paul Avenue Memphis, TN 38126	None Religious	Public Charity	1,000.00
English in Action P.O. Box 4856 Basalt, CO 81621	None Educational	Public Charity	1,000.00
Episcopal Church of St. Mary the Virgin 2325 Union Street San Francisco, CA 94123	None Religious	Public Charity	4,000.00
Food for the Poor 6401 Lyons Road Coconut Creek, FL 33073	None Civic	Public Charity	1,000.00
Girls Group 2531 Jackson Avenue #188 Ann Arbor, MI 48103	None Educational	Public Charity	300.00
GEM Resources International 117 West Ferry Street Berrien Springs, MI 49103	None Civic	Public Charity	25,000.00
The Hiram House Camp 33775 Hiram Trail Chagrin Falls, OH 44022	None Educational	Public Charity	5,000.00
Huron River Watershed Council 1100 N. Main Street, Suite 210 Ann Arbor, MI 48104	None Conservation	Public Charity	300.00
Hutchison School 1740 Ridgeway Road Memphis, TN 38119	None Educational	Public Charity	1,000.00

ideastream Idea Center 1375 Euclid Avenue Cleveland, OH 44115	None Educational	Public Charity	50,000.00
Kearsarge Regional Ecumenical Ministries P.O. Box 1465 New London, NH 03257	None Religious	Public Charity	1,000.00
Kenyon College 1 Kenyon College Gambier, OH 43022	None Educational	Public Charity	500.00
Mayfield Early Childhood Center	None Educational	Public Charity	250.00
Memphis University School 6191 Park Avenue Memphis, TN 38119	None Educational	Public Charity	1,000.00
Memphis Boychoir, Inc. 3245 Central Avenue Memphis, TN 38111	None Educational	Public Charity	1,000.00
Michigan Environmental Council 602 W. Ionia Street Lansing, MI 48933	None Conservation	Public Charity	300.00
Michigan League of Conservation Voters 213 W. Liberty St., Suite 300 Ann Arbor, MI 48104	None Conservation	Public Charity	650.00
Michigan Theater 603 E. Liberty Ann Arbor, MI 48104	None Civic	Public Charity	400.00
Middlesex School 1400 Lowell Road Concord, MA 01742	None Educational	Public Charity	2,000.00
Mid-South Food Bank 239 South Dudley Street Memphis, TN 38104	None Civic	Public Charity	2,000.00
Monterey Bay Labrador Retriever Rescue P.O. Box 269 Pebble Beach, CA 93953	None Humane	Public Charity	1,000.00

Natick Community Organic Farm 117 Eliot Street Natick, MA 01760	None Civic	Public Charity	40,000.00
National Wildlife Federation 213 West Liberty Street, Suite 200 Ann Arbor, MI 48104	None Conservation	Public Charity	300.00
Nature Conservancy – Colorado 2424 Spruce Street Boulder, CO 80302	None Conservation	Public Charity	500.00
Nature Conservancy – Indiana 620 East Ohio Street Indianapolis, IN 46202	None Conservation	Public Charity	54,000.00
Nature Conservancy – Tennessee 210 25th Avenue North #810 Nashville, TN 37203	None Conservation	Public Charity	40,000.00
The Neutral Zone 310 E. Washington Street Ann Arbor, MI 48104	None Civic	Public Charity	500.00
Nichols Arboretum – Matthai Gardens 1800 N. Dixboro Ann Arbor, MI 48105	None Civic	Public Charity	250.00
N.C. Little Memorial Hospice 7019 Lynmar Lane Edina, MN 55435	None Medical	Public Charity	500.00
Oakland Elizabeth House P.O. Box 1175 Berkeley, CA 94701	None Civic	Public Charity	12,800.00
Ocean Recovery Alliance 1471 S. Bedford St. #3 Los Angeles, CA 90035	None Conservation	Public Charity	35,000.00
Olivet Presbyterian Church 2575 Garth Road Charlottesville, VA 22901	None Religious	Public Charity	500.00
Ozone House 1705 Washtenaw Avenue Ann Arbor, MI 48104	None Civic	Public Charity	25,000.00

PACEM P.O. Box 14 Charlottesville, VA 22902	None Civic	Public Charity	1,000.00
Piedmont Community Church 400 Highland Avenue Piedmont, CA 94611	None Religious	Public Charity	400.00
Planned Parenthood 7155 E. 38th Avenue Denver, CO 80207	None Civic	Public Charity	1,000.00
Pomfret School 398 Pomfret Street P.O. Box 128 Pomfret, CT 06258	None Educational	Public Charity	1,000.00
Porter-Leath 868 North Manassas St. Memphis, TN 38107	None Civic	Public Charity	1,000.00
Roundup River Ranch P.O. Box 8589 Avon, CO 81620	None Conservation	Public Charity	2,000.00
St. John's Episcopal Church 3245 Central Avenue Memphis, TN 38111	None Religious	Public Charity	1,000.00
St. Jude Children's Research Hospital 501 St. Jude Place Memphis, TN 38105	None Medical	Public Charity	40,000.00
St. Peter's Catholic Church 190 Adams Avenue Memphis, TN 38103	None Religious	Public Charity	1,000.00
Salvation Army -Charlottesville, VA 207 Ridge Street Charlottesville, VA 22902	None Civic	Public Charity	500.00
Share Our Strength 1030 15th St., N.W. Suite 1100W Washington, D.C. 20005	None Civic	Public Charity	30,000.00
Summer Search 3840 Washington Street, Suite 2 Boston, MA 02130	None Educational	Public Charity	34,000.00

Synergy Treatment Centers P.O. Box 16217 Memphis, TN 38186	None Medical	Public Charity	25,000.00
The Virginia Consort 1658 Brandywine Drive Charlottesville, VA 22901	None Civic	Public Charity	500.00
Walk on Therapeutic Riding Programs, Inc. 1469 County Road J River Falls, WI 54022	None Civic	Public Charity	30,000.00
Wolf River Conservancy P.O. Box 11031 Memphis, TN 38111	None Conservation	Public Charity	35,000.00
Wyly Community Arts Center 99 Midland Spur Basalt, CO 81621	None Civic	Public Charity	1,000.00
Youth Villages 3320 Brother Boulevard Memphis, TN 38133	None Educational	Public Charity	50,000.00
Youth Zone 803 School Street Glenwood Springs, CO 81601	None Educational	Public Charity	21,000.00

TOTAL TO FORM 990-PF, PART XV, LINE 3A

789,550.00

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