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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE COMMUNITY COVENANT FOUNDATION INC.		A Employer identification number 35-2117707
Number and street (or P O box number if mail is not delivered to street address) 6310 FERGUSON STREET	Room/suite	B Telephone number 317-255-1200
City or town, state or province, country, and ZIP or foreign postal code INDIANAPOLIS, IN 46220		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,176,400.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		55,669.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		20.	20.		STATEMENT 1
4 Dividends and interest from securities		81,342.	81,256.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		193,381.			
b Gross sales price for all assets on line 6a 1,278,637.					
7 Capital gain net income (from Part IV, line 2)			193,381.		
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		13.	13.		STATEMENT 3
12 Total. Add lines 1 through 11		330,425.	274,670.		
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 4		173.	0.		173.
b Accounting fees STMT 5		6,500.	0.		6,500.
c Other professional fees STMT 6		10,133.	10,133.		0.
17 Interest					
18 Taxes STMT 7		5,077.	2,930.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		7,491.	7,481.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		29,374.	20,544.		6,673.
25 Contributions, gifts, grants paid		155,000.			155,000.
26 Total expenses and disbursements. Add lines 24 and 25		184,374.	20,544.		161,673.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		146,051.			
b Net investment income (if negative, enter -0-)			254,126.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	121,993.	165,383.	165,383.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 1,889.			
	Less: allowance for doubtful accounts ▶	558.	1,889.	1,889.
	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 9	1,972,900.	2,116,413.	2,228,447.
	c Investments - corporate bonds STMT 10	0.	106,240.	104,917.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	817,390.	668,587.	675,764.
	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)	2,912,841.	3,058,512.	3,176,400.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,912,841.	3,058,512.	
	30 Total net assets or fund balances	2,912,841.	3,058,512.	
	31 Total liabilities and net assets/fund balances	2,912,841.	3,058,512.	

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 2,912,841.
2 Enter amount from Part I, line 27a	2 146,051.
3 Other increases not included in line 2 (itemize) ▶	3 0.
4 Add lines 1, 2, and 3	4 3,058,892.
5 Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5 380.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 3,058,512.

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 GAIN/LOSS FROM PASSTHROUGH INVESTMENT	P		
b GAIN/LOSS FROM PASSTHROUGH INVESTMENT	P		
c PUBLICLY TRADED SECURITIES			
d CAPITAL GAINS DIVIDENDS			
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		1,512.	-1,512.
b 24,091.			24,091.
c 1,250,265.		1,083,744.	166,521.
d 4,281.			4,281.
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			-1,512.
b			24,091.
c			166,521.
d			4,281.
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	193,381.
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	163,000.	3,328,193.	.048976
2013	145,000.	3,120,677.	.046464
2012	131,000.	2,879,228.	.045498
2011	113,600.	2,754,135.	.041247
2010	110,600.	2,475,207.	.044683

2 Total of line 1, column (d)	2	.226868
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	.045374
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	3,196,929.
5 Multiply line 4 by line 3	5	145,057.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,541.
7 Add lines 5 and 6	7	147,598.
8 Enter qualifying distributions from Part XII, line 4	8	161,673.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2,541.
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	2,541.
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	2,541.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,880.
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	1,880.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	661.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c 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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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) ☐ IN		
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

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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► THOMAS L. HEFNER Telephone no. ► 317-255-1200 Located at ► 6310 FERGUSON STREET, INDIANAPOLIS, IN ZIP+4 ► 46220		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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
THOMAS L. HEFNER 325 WILLOW SPRING ROAD INDIANAPOLIS, IN 46240	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
PATTY M. HEFNER 325 WILLOW SPRING ROAD INDIANAPOLIS, IN 46240	DIRECTOR 1.00	0.	0.	0.
JAMES CURTIS HEFNER 4111 GILBERT AVENUE APT. 317 DALLAS, TX 75219	DIRECTOR 1.00	0.	0.	0.
HENRY MASON HEFNER 4032 HEYWARD PLACE INDIANAPOLIS, IN 46250	DIRECTOR 1.00	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

Part VIII	Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors <i>(continued)</i>
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3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

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

Part IX-A	Summary of Direct Charitable Activities
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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.

1	N/A	
2		
3		
4		

Part IX-B	Summary of Program-Related Investments
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Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Record the two largest program-related investments made by the foundation during the last year on lines 1 and 2.		
1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

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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	3,091,607.
b	Average of monthly cash balances	1b	154,006.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,245,613.
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	3,245,613.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	48,684.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,196,929.
6	Minimum investment return. Enter 5% of line 5	6	159,846.

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	159,846.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	2,541.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,541.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	157,305.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	157,305.
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	157,305.

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	161,673.
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	161,673.
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	2,541.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	159,132.

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				157,305.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			151,733.	
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: ▶ \$ 161,673.				
a Applied to 2014, but not more than line 2a			151,733.	
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				9,940.
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				147,365.
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				

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

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

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

- e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

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

- a "Assets" alternative test - enter:
(1) Value of all assets

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

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

- c "Support" alternative test - enter:

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

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(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).)

SEE STATEMENT 12

- 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:

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

- c Any submission deadlines:**

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN RED CROSS 441 EAST TENTH STREET INDIANAPOLIS, IN 46202	NONE	PC	GENERAL SUPPORT	10,000.
BOYS & GIRLS CLUB OF DALLAS 4816 WORTH STREET DALLAS, TX 75246	NONE	PC	GENERAL SUPPORT	5,000.
CROSSFIRE MINISTRIES 5251 BEEMAN AVE DALLAS, TX 75223	NONE	PC	GENERAL SUPPORT	5,000.
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE, SUITE 420 ROCKVILLE, MD 20850	NONE	PC	GENERAL SUPPORT	10,000.
GLEANERS FOOD BANK 3737 WALDEMERE AVE. INDIANAPOLIS, IN 46241	NONE	PC	GENERAL SUPPORT	5,000.
Total	SEE CONTINUATION SHEET(S)			155,000.
b Approved for future payment				
NONE				
Total				0.

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

05-12-16
Date

▶ Vice President
Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

WAYNE HOEING, CPA

Wayne Hoeng
LLEN LLP

5/9/2014

P00746868

Firm's name ► CLIFTONLARSONALLEN LLP

Firm's EIN ► 41-0746749

Firm's address ► 9365 COUNSELORS ROW, STE 200
INDIANAPOLIS, IN 46240

Phone no. (317) 574-9100

Form 990-PF (2015)

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2015

Name of the organization

THE COMMUNITY COVENANT FOUNDATION INC.

Employer identification number

35-2117707

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 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).

LHA 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

Employer identification number

THE COMMUNITY COVENANT FOUNDATION INC.

35-2117707

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TLH CHARITABLE LEAD TRUST 6310 FERGUSON STREET INDIANAPOLIS, IN 46220	\$ 55,669.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Employer identification number

35-2117707

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

THE COMMUNITY COVENANT FOUNDATION INC.**35-2117707****Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
INDIANA NATIONAL GUARD RELIEF FUND 55 MONUMENT CIRCLE, SUITE 800 INDIANAPOLIS, IN 46204	NONE	PC	GENERAL SUPPORT	5,000.
INDIANA UNIVERSITY DANCE MARATHON INDIANA MEMORIAL UNION, SUITE 572 BLOOMINGTON, IN 47405	NONE	PC	GENERAL SUPPORT	5,000.
INDIANAPOLIS MARION COUNTY PUBLIC LIBRARY 2450 NORTH MERIDIAN STREET, PO BOX 6134 INDIANAPOLIS, IN 46206	NONE	PC	GENERAL SUPPORT	5,000.
IU FOUNDATION 420 UNIVERSITY BLVD., CE 264 INDIANAPOLIS, IN 46202	NONE	PC	GENERAL SUPPORT	5,000.
LIFESAVERS FOUNDATION 561 W. CAMPBELL ROAD, STE 100 RICHARDSON, TX 75080	NONE	PC	GENERAL SUPPORT	5,000.
ST. RICHARD'S SCHOOL FOUNDATION 33 E. 33RD STREET INDIANAPOLIS, IN 46205	NONE	PC	GENERAL SUPPORT	5,000.
VOGEL ALCOVE 1738 GANO DALLAS, TX 75215	NONE	PC	GENERAL SUPPORT	5,000.
PATHWAY TO RECOVERY 2135 N. ALABAMA ST. INDIANAPOLIS, IN 46202	NONE	PC	GENERAL SUPPORT	75,000.
PLANNED PARENTHOOD 200 S. MERIDIAN STREET STE 400 INDIANAPOLIS, IN 46225	NONE	PC	GENERAL SUPPORT	10,000.
Total from continuation sheets				120,000.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
JPM #0008	3.	3.	
JPM #1001	6.	6.	
JPM #2009	6.	6.	
JPM #9007	5.	5.	
TOTAL TO PART I, LINE 3	20.	20.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
JPM #0008	6,314.	0.	6,314.	6,314.	
JPM #1001	38,647.	4,281.	34,366.	34,366.	
JPM #2009	26,336.	0.	26,336.	26,336.	
JPM #9007	11,422.	0.	11,422.	11,336.	
SEA BLUFF PARTNERS, LP	2,904.	0.	2,904.	2,904.	
TO PART I, LINE 4	85,623.	4,281.	81,342.	81,256.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
JPM #0008	13.	13.	
TOTAL TO FORM 990-PF, PART I, LINE 11	13.	13.	

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	173.	0.		173.
TO FM 990-PF, PG 1, LN 16A	173.	0.		173.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	6,500.	0.		6,500.
TO FORM 990-PF, PG 1, LN 16B	6,500.	0.		6,500.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
JPM INVESTMENT FEES	10,133.	10,133.		0.
TO FORM 990-PF, PG 1, LN 16C	10,133.	10,133.		0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IRS EXCISE TAXES	2,147.	0.		0.
FOREIGN TAXES	2,930.	2,930.		0.
TO FORM 990-PF, PG 1, LN 18	5,077.	2,930.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
2% PORTFOLIO DEDUCTIONS - SEA BLUFF PARTNERS, LP	6,253.	6,253.		0.	
INVESTMENT INTEREST EXPENSE - SEA BLUFF PARTNERS, LP	1,228.	1,228.		0.	
MISCELLANEOUS EXPENSES	10.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	7,491.	7,481.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
JPM #1001 (SEE ATTACHED)	809,864.	838,919.		
JPM #2009 (SEE ATTACHED)	652,359.	697,277.		
JPM #9007 (SEE ATTACHED)	416,767.	477,506.		
JPM #0008 (SEE ATTACHED)	237,423.	214,745.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,116,413.	2,228,447.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
JPM #2009 FIXED INCOME (SEE ATTACHED)	106,240.	104,917.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	106,240.	104,917.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEA BLUFF PARTNERS, L.P.	COST	444,324.	476,937.
JPM #1001 MUTUAL FUNDS (SEE ATTACHED)	COST	224,263.	198,827.
TOTAL TO FORM 990-PF, PART II, LINE 13		668,587.	675,764.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 12
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NAME OF MANAGER

THOMAS L. HEFNER
PATTY M. HEFNER



For the Period 12/1/15 to 12/31/15

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
EAFE Equity							
ABB LTD-SPON ADR 000375-20-4 ABB	17.73	250 000	4,432.50	5,111.83	(679.33)	142.75	3.22 %
ALLIANZ SE-SPON ADR 018805-10-1 AZSE Y	17.62	280.000	4,933.60	4,944.16	(10.56)	158.76	3.22 %

J.P.Morgan



For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
EAFE Equity							
ASTRAZENECA PLC-SPONS ADR 046353-10-8 AZN	33.95	150,000	5,092.50	5,002.97	89.53	207.00	4.06%
BAE SYSTEMS PLC-SPON ADR 05523R-10-7 BAES Y	29.46	250,000	7,363.75	7,547.36	(183.61)	302.75	4.11%
BAYER AG-SPONSORED ADR 072730-30-2 BAYR Y	124.84	45,000	5,617.58	6,017.86	(400.28)	80.64	1.44%
BCE INC 05534B-76-0 BCE	38.62	115,000	4,441.30	5,128.84	(687.54)	227.35 48.31	5.12%
BHP BILLITON LTD-SPON ADR 088606-10-8 BHP	25.76	55,000	1,416.80	2,877.71	(1,460.91)	136.40	9.63%
BNP PARIBAS-ADR 05565A-20-2 BNPQ Y	28.26	220,000	6,217.20	7,571.75	(1,354.55)	127.16	2.05%
BOC HONG KONG HLDS-SPONS ADR 096813-20-9 BHKL Y	60.72	55,000	3,339.60	4,219.88	(880.28)	156.69	4.69%
BRITISH AMERICAN TOB-SP ADR 110448-10-7 BTI	110.45	80,000	8,836.00	8,746.53	89.47	362.80	4.11%
CNOOC LTD-SPON ADR 126132-10-9 CEO	104.38	20,000	2,087.60	3,674.60	(1,587.00)	132.36	6.34%
DEUTSCHE TELEKOM AG-SPON ADR 251566-10-5 DTEG Y	17.88	415,000	7,420.20	7,019.75	400.45	221.19	2.98%
DEUTSCHE POST AG-SPON ADR 25157Y-20-2 DPSG Y	27.78	85,000	2,361.30	2,679.75	(318.45)	77.35	3.28%
ENGIE 29286D-10-5 ENGI Y	17.60	100,000	1,760.00	2,045.83	(285.83)	98.70	5.61%
GLAXOSMITHKLINE PLC-SPON ADR 37733W-10-5 GSK	40.35	175,000	7,061.25	8,368.38	(1,307.13)	424.55 90.94	6.01%

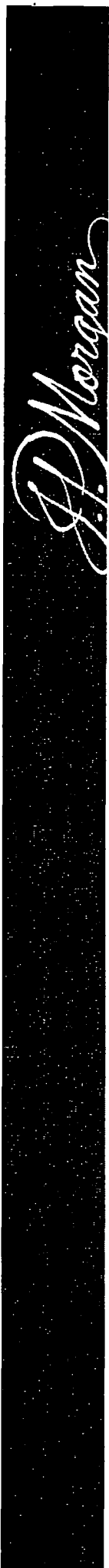


For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div.	Yield
EAFE Equity							
HONDA MOTOR CO LTD-SPONS ADR 438128-30-8 HMC	31.93	210 000	6,705.30	7,033.59	(328.29)	131.88 25.34	1.97 %
HSBC HOLDINGS PLC-SPONS ADR 404280-40-6 HSBC	39.47	95.000	3,749.65	5,005.49	(1,255.84)	237.50	6.33 %
IMPERIAL TOBACCO GR-SPON ADR 453142-10-1 ITYB Y	105.75	75.000	7,931.25	6,524.50	1,406.75	415.35 97.36	5.24 %
JAPAN TOBACCO INC-UNSPON ADR 471105-20-5 JAPA Y	18.58	450.000	8,358.75	8,076.85	281.90	147.15 57.67	1.76 %
MANULIFE FINANCIAL CORP ISIN CA56501R1064 SEDOL 6177997 56501R-10-6 MFC	14.98	215.000	3,220.70	3,444.57	(223.87)	104.70	3.25 %
MICHELIN (CGDE)-UNSPON ADR 59410T-10-6 MGDD Y	19.07	310 000	5,910.15	6,665.79	(755.64)	125.86	2.13 %
MTN GROUP LTD-SPONS ADR 62474M-10-8 MTNO Y	8.47	285 000	2,413.95	5,541.45	(3,127.50)	234.55	9.72 %
MUENCHENER RUECK-UNSPON ADR 626188-10-6 MURG Y	19.99	270.000	5,395.95	5,484.93	(88.98)	152.82	2.83 %
NESTLE SA-SPONS ADR 641069-40-6 NSRG Y	74.42	110 000	8,186.20	8,205.14	(18.94)	210.10	2.57 %
NIPPON TELEGRAPH & TELE-ADR 654624-10-5 NTT	39.74	180.000	7,153.20	5,013.01	2,140.19	122.76	1.72 %
NOVARTIS AG-SPONSORED ADR 66987V-10-9 NVS	86.04	85.000	7,313.40	7,930.93	(617.53)	192.01	2.63 %
ORKLA ASA-SPON ADR 686331-10-9 ORKL Y	7.84	635 000	4,975.23	5,050.98	(75.75)	158.75	3.19 %
REXAM PLC-SPONSORED ADR 761655-60-4 REXM Y	44.72	87.000	3,890.64	3,996.24	(105.60)	116.92	3.01 %

For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
EAFE Equity							
ROCHE HOLDINGS LTD-SPONS ADR 771195-10-4 RHBB Y	34.47	210,000	7,238.70	7,452.79	(214.09)	173.46	2.40%
ROYAL DUTCH SHELL-SPON ADR-B 780259-10-7 RDS B	46.04	65,000	2,992.60	4,233.58	(1,240.98)	244.40	8.17%
SANOFI-ADR 80105N-10-5 SNY	42.65	175,000	7,463.75	8,987.05	(1,523.30)	190.22	2.55%
SIEMENS AG-SPONS ADR 826197-50-1 SIEG Y	96.18	70,000	6,732.25	8,210.89	(1,478.64)	193.34	2.87%
SINGAPORE TELECOMMUNICAT-ADR 82929R-30-4 SGAP Y	25.75	215,000	5,536.25	6,826.64	(1,290.39)	258.21	4.66%
SMITHS GROUP PLC- SPON ADR 83238P-20-3 SMGZ Y	13.74	75,000	1,030.50	1,678.27	(647.77)	44.40	4.31%
SSE PLC-SPN ADR 78467K-10-7 SSEZ Y	22.37	295,000	6,597.68	7,381.33	(783.65)	390.58	5.92%
STATOIL ASA-SPON ADR 85771P-10-2 STO	13.96	135,000	1,884.60	2,740.71	(856.11)	91.39	4.85%
TELEKOMUNIK INDONESIA-SP ADR 715684-10-6 TLK	44.40	15,000	666.00	538.94	127.06	13.99	2.10%
TOTAL SA-SPON ADR 89151E-10-9 TOT	44.95	75,000	3,371.25	4,192.85	(821.60)	170.62 34.85	5.06%
UBS GROUP AG-REG H42097-10-7 UBS	19.37	310,000	6,004.70	5,948.06	56.64	166.47	2.77%
UNILEVER N.V.-NY SHARES 904784-70-9 UN	43.32	160,000	6,931.20	6,564.43	366.77	187.36	2.70%
UNITED OVERSEAS BANK-SP ADR 911271-30-2 UOVE Y	27.55	125,000	3,443.75	4,277.98	(834.23)	155.87 35.65	4.53%



For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
EAFE Equity							
US DOLLAR	1.00	13,596,520	13,596.52	13,596.52		4.07 0.31	0.03%
VODAFONE GROUP PLC-SP ADR 92857W-30-8 VOD	32.26	118,000	3,806.68	5,593.58	(1,786.90)	202.01 57.46	5.31%
ZURICH INSURANCE GROUP-ADR 989825-10-4 ZURV Y	25.63	135,000	3,459.38	3,865.08	(405.70)	231.93	6.70%
Total EAFE Equity			\$228,341.36	\$251,019.37	(\$22,678.01)	\$7,925.12 \$447.89	3.47%



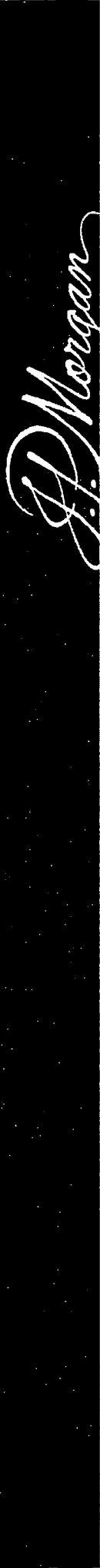
For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
US Large Cap Equity							
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	203.87	255.000	51,986.85	24,975.25	27,011.60	1,072.53 308.95	2.06 %
US Small Cap Equity							
ISHARES RUSSELL 2000 ETF 464287-66-5 IWM	112.62	770.000	86,717.40	63,634.39	23,083.01	1,333.64	1.54 %
EAFE Equity							
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	58.72	4,345.000	255,138.40	262,882.85	(7,744.45)	7,038.90	2.76 %
Japanese Large Cap Equity							
ISHARES MSCI JAPAN INDEX FUND 464286-84-8 EWJ	12.12	2,700.000	32,724.00	25,069.50	7,654.50	413.10	1.26 %
Asia ex-Japan Equity							
ISHARES MSCI ALL COUNTRY ASI 464288-18-2 AAXJ	53.41	4,000.000	213,640.00	220,099.52	(6,459.52)	5,220.00	2.44 %



For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div.	Yield
Asia ex-Japan Equity							
MATTHEWS ASIAN GR & INC-INV 577130-20-6 MACS X	16.03	6,020,802	96,513.46	110,944.08	(14,430.62)	2,486.59	2.58%
Total Asia ex-Japan Equity			\$310,153.46	\$331,043.60	(\$20,890.14)	\$7,706.59	2.48%
Emerging Market Equity							
T ROWE PRICE EMERG MRKT STK 77956H-86-4 PRMS X	28.50	3,585.916	102,198.61	102,258.23	(59.62)		



For the Period 12/1/15 to 12/31/15

Note: ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
Cash							
US DOLLAR DEPOSIT SWEEP	1 00	74,934.94	74,934.94	74,934.94		7 49 0 62	0 01 % ¹
US Fixed Income							
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	6 84	12,210.20	83,517 74	97,754 87	(14,237.13)	5,152 70	6 17 %
JPM FLOAT RATE INC FD - SEL FUND 2808 4812L-51-0	9 10	9,875 22	89,864.50	99,026 89	(9,162 39)	4,058 71	4 52 %
JPMORGAN CHASE & CO VAR RT PFD STK 04/30/2049 DTD 04/23/2008 46625H-HA-1 BBB /BAA	101.78	25,000 00	25,444 50	27,481.60	(2,037.10)	1,975.00 334.65	7.75 %
Total US Fixed Income			\$198,826.74	\$224,263.36	(\$25,436.62)	\$11,186.41 \$334.65	5.63 %



For the Period 12/1/15 to 12/31/15

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US All Cap Equity							
ABBVIE INC 00287Y-10-9 ABBV	59.24	83 000	4,916.92	3,111.27	1,805.65	189.24	3.85%
ACCENTURE PLC-CL A G1151C-10-1 ACN	104.50	48 000	5,016.00	3,531.50	1,484.50	105.60	2.11%
ACE LTD H0023R-10-5 ACE	116.85	52.000	6,076.20	5,478.86	597.34	139.36 29.61	2.29%



For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US All Cap Equity							
ALTRIA GROUP INC 02209S-10-3 MO	58.21	306,000	17,812.26	14,526.32	3,285.94	691.56 172.89	3.88%
ANALOG DEVICES INC 032654-10-5 ADI	55.32	83,000	4,591.56	3,864.62	726.94	132.80	2.89%
ARTHUR J GALLAGHER & CO 363576-10-9 AJG	40.94	92,000	3,766.48	3,835.07	(68.59)	136.16	3.62%
AUTOMATIC DATA PROCESSING 053015-10-3 ADP	84.72	74,000	6,269.28	5,158.03	1,111.25	156.88 39.22	2.50%
BB&T CORP 054937-10-7 BBT	37.81	214,000	8,091.34	8,346.19	(254.85)	231.12	2.86%
BRISTOL-MYERS SQUIBB CO 110122-10-8 BMY	68.79	84,000	5,778.36	4,357.70	1,420.66	127.68 31.92	2.21%
CHEVRON CORP 166764-10-0 CVX	89.96	57,000	5,127.72	6,010.79	(883.07)	243.96	4.76%
CINCINNATI FINANCIAL CORP 172062-10-1 CINF	59.17	83,000	4,911.11	3,871.59	1,039.52	152.72 38.18	3.11%
CINEMARK HOLDINGS INC 17243V-10-2 CNK	33.43	63,000	2,106.09	2,090.60	15.49	63.00	2.99%
CME GROUP INC 12572Q-10-5 CME	90.60	138,000	12,502.80	9,531.67	2,971.13	276.00 400.20	2.21%
CMS ENERGY CORP 125896-10-0 CMS	36.08	164,000	5,917.12	5,026.56	890.56	190.24	3.22%
COCA-COLA CO/THE 191216-10-0 KO	42.96	274,000	11,771.04	10,515.61	1,255.43	361.68	3.07%
COCA-COLA ENTERPRISES 19122T-10-9 CCE	49.24	78,000	3,840.72	3,494.35	346.37	87.36	2.27%



For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US All Cap Equity							
COLUMBIA PIPELINE GROUP -W/I 198280-10-9 CPGX	20.00	195,000	3,900.00	4,147.77	(247.77)	97.50	2.50%
COMCAST CORP-CLASS A 20030N-10-1 CMCS A	56.43	58,000	3,272.94	3,368.57	(95.63)	58.00	1.77%
CONOCOPHILLIPS 20825C-10-4 COP	46.69	103,000	4,809.07	6,056.28	(1,247.21)	304.88	6.34%
CULLEN/FROST BANKERS INC 229899-10-9 CFR	60.00	20,000	1,200.00	1,399.66	(199.66)	42.40	3.53%
DR PEPPER SNAPPLE GROUP INC 26138E-10-9 DPS	93.20	57,000	5,312.40	4,341.37	971.03	109.44 27.36	2.06%
DTE ENERGY COMPANY 233331-10-7 DTE	80.19	27,000	2,165.13	1,883.61	281.52	78.84 19.71	3.64%
EDISON INTERNATIONAL 281020-10-7 EIX	59.21	94,000	5,565.74	5,154.22	411.52	180.48 45.12	3.24%
ELI LILLY & CO 532457-10-8 LLY	84.26	127,000	10,701.02	10,549.64	151.38	259.08	2.42%
EXXON MOBIL CORP 30231G-10-2 XOM	77.95	168,000	13,095.60	14,816.41	(1,720.81)	490.56	3.75%
FIDELITY NATIONAL INFO SERV 31620M-10-6 FIS	60.60	90,000	5,454.00	4,166.69	1,287.31	93.60	1.72%
HERSHEY CO/THE 427866-10-8 HSY	89.27	54,000	4,820.58	4,537.24	283.34	125.92	2.61%
HOME DEPOT INC 437076-10-2 HD	132.25	119,000	15,737.75	8,153.90	7,583.85	280.84	1.78%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	103.57	119,000	12,324.83	11,576.37	748.46	283.22	2.30%



For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
US All Cap Equity							
ILLINOIS TOOL WORKS 452308-10-9 ITW	92.68	112.000	10,380.16	8,806.77	1,573.39	246.40 61.60	2.37%
JOHNSON & JOHNSON 478160-10-4 JNJ	102.72	138.000	14,175.36	11,497.98	2,677.38	414.00	2.92%
KIMBERLY-CLARK CORP 494368-10-3 KMB	127.30	46.000	5,855.80	5,108.90	746.90	161.92 40.48	2.77%
KLA-TENCOR CORP 482480-10-0 KLAC	69.35	128.000	8,876.80	7,090.29	1,786.51	266.24	3.00%
L BRANDS INC 501797-10-4 LB	95.82	80.000	7,665.60	3,764.14	3,901.46	160.00	2.09%
M & T BANK CORP 55261F-10-4 MTB	121.18	48.000	5,816.64	5,500.47	316.17	134.40	2.31%
MARATHON PETROLEUM CORP 56585A-10-2 MPC	51.84	86.000	4,458.24	3,833.24	625.00	110.08	2.47%
MERCK & CO. INC. 58933Y-10-5 MRK	52.82	281.000	14,842.42	13,014.95	1,827.47	517.04 129.26	3.48%
METLIFE INC 59156R-10-8 MET	48.21	169.000	8,147.49	8,812.01	(664.52)	253.50	3.11%
MICROSOFT CORP 594918-10-4 MSFT	55.48	313.000	17,365.24	11,589.00	5,776.24	450.72	2.60%
MONDELEZ INTERNATIONAL INC-A 609207-10-5 MDLZ	44.84	189.000	8,474.76	5,846.45	2,628.31	128.52 32.13	1.52%
NISOURCE INC 65473P-10-5 NI	19.51	195.000	3,804.45	2,323.01	1,481.44	120.90	3.18%
NORTHERN TRUST CORP 665859-10-4 NTRS	72.09	92.000	6,632.28	5,589.87	1,042.41	132.48 33.12	2.00%



For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US All Cap Equity							
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	67.61	194,000	13,116.34	16,244.18	(3,127.84)	582.00 145.50	4.44%
PFIZER INC 717081-10-3 PFE	32.28	519,000	16,753.32	15,347.41	1,405.91	622.80	3.72%
PNC FINANCIAL SERVICES GROUP 693475-10-5 PNC	95.31	120,000	11,437.20	9,755.27	1,681.93	244.80	2.14%
PPG INDUSTRIES INC 693506-10-7 PPG	98.82	38,000	3,755.16	3,415.24	339.92	54.72	1.46%
PROCTER & GAMBLE CO/THE 742718-10-9 PG	79.41	130,000	10,323.30	10,161.42	161.88	344.76	3.34%
SNAP-ON INC 833034-10-1 SNA	171.43	25,000	4,285.75	2,542.79	1,742.96	61.00	1.42%
T ROWE PRICE GROUP INC 74144T-10-8 TROW	71.49	119,000	8,507.31	8,822.38	(315.07)	247.52	2.91%
TEXAS INSTRUMENTS INC 882508-10-4 TXN	54.81	157,000	8,605.17	6,752.70	1,852.47	238.64	2.77%
TIME WARNER INC 887317-30-3 TWX	64.67	125,000	8,083.75	8,254.42	(170.67)	175.00	2.16%
TRAVELERS COS INC/THE 89417E-10-9 TRV	112.86	137,000	15,461.82	12,067.87	3,393.95	334.28	2.16%
US BANCORP 902973-30-4 USB	42.67	255,000	10,880.85	11,019.17	(138.32)	260.10 65.03	2.39%
VALIDUS HOLDINGS LTD G9319H-10-2 VR	46.29	28,000	1,296.12	1,063.25	232.87	35.84	2.77%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	46.22	241,000	11,139.02	10,971.00	168.02	544.66	4.89%



For the Period 12/1/15 to 12/31/15

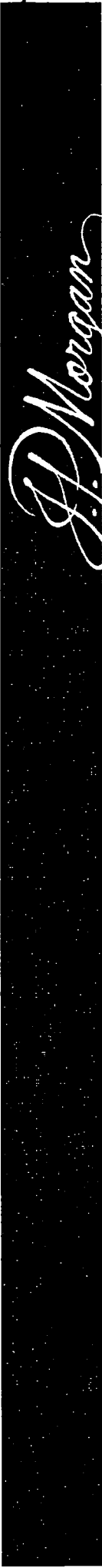
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US All Cap Equity							
VF CORP 918204-10-8 VFC	62.25	91.000	5,664.75	6,086.97	(422.22)	134.68	2.38%
WELLS FARGO & CO 949746-10-1 WFC	54.36	358.000	19,460.88	15,247.21	4,213.67	537.00	2.76%
XCEL ENERGY INC 98389B-10-0 XEL	35.91	139.000	4,991.49	4,727.36	264.13	177.92 44.48	3.56%
3M CO 88579Y-10-1 MMM	150.64	69.000	10,394.16	8,608.91	1,785.25	282.90	2.72%
Total US All Cap Equity			\$477,505.69	\$416,767.09	\$60,738.60	\$13,664.94 \$1,355.81	2.86%



For the Period 12/1/15 to 12/31/15

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
US Large Cap Equity							
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	203.87	950,000	193,676.50	200,284.00	(6,607.50)	3,995.70 1,150.97	2.06%
US Mid Cap Equity							
SPDR S&P MIDCAP 400 ETF TRST 78467Y-10-7 MDY	254.04	428,000	108,729.12	99,191.90	9,537.22	1,472.74 429.29	1.35%
US Small Cap Equity							
ISHARES RUSSELL 2000 ETF 464287-65-5 IWM	112.62	600,000	67,572.00	23,694.60	43,877.40	1,039.20	1.54%
EAFE Equity							
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	58.72	1,530,000	89,841.60	76,534.30	13,307.30	2,478.60	2.76%
Japanese Large Cap Equity							
ISHARES MSCI JAPAN INDEX FUND 464286-84-8 EWJ	12.12	3,910,000	47,389.20	50,165.30	(2,776.10)	598.23	1.26%



For the Period 12/1/15 to 12/31/15

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
Asia ex-Japan Equity							
ISHARES MSCI ALL COUNTRY ASI 464288-18-2 AAXJ	53.41	1,400,000	74,774.00	80,640.00	(5,866.00)	1,827.00	2.44%
Emerging Market Equity							
VANGUARD FTSE EMERGING MARKE 922042-85-8 VWO	32.71	500,000	16,355.00	22,469.25	(6,114.25)	533.00	3.26%
Preferred Stocks							
RBS CAPITAL FUND TRUST V PFD 5.9% 74928K-20-8 RBS PE	24.54	2,000,000	49,080.00	49,380.00	(300.00)	2,950.00	6.01%
RBS CAPITAL FND TRST VII PFD 6.08% 74928P-20-7 RBS PG	24.93	2,000,000	49,860.00	50,000.00	(140.00)	3,040.00	6.10%
Total Preferred Stocks			\$88,940.00	\$99,380.00	(\$440.00)	\$5,990.00	6.06%



For the Period 12/1/15 to 12/31/15

Note: ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR	1.00	60,169.96	60,169.96	60,169.96		6.01 0.08	0.01 % ¹
US Fixed Income							
JPM FLOAT RATE INC FD - SEL FUND 2808 48121L-51-0	9.10	3,103.70	28,243.62	30,478.28	(2,234.66)	1,275.61	4.52 %
JPMORGAN CHASE & CO VAR RT PFD STK 04/30/2049 DTD 04/23/2008 46625H-HA-1 BBB /BAA	101.78	25,000.00	25,444.50	25,156.94	287.56	1,975.00 334.65	7.75 %
CITIGROUP INC VAR RT 12/29/2049 DTD 11/13/2015 172967-KD-2 NR /BA2	102.46	50,000.00	51,229.00	50,605.03	623.97	3,062.50 391.30	5.96 %
Total US Fixed Income			\$104,917.12	\$106,240.25	(\$1,323.13)	\$6,313.11 \$725.95	6.01 %