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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

OMB No 1545-0052

2015

Open to Public Inspection

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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 FIELDS FOUNDATION IRR. T/U/A			A Employer identification number 35-6256726	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem		State NC	ZIP code 27101-3818	C If exemption application is pending, check here ☐
Foreign country name		Foreign province/state/county	Foreign postal code	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,846,414			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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	38,070	36,911		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,422			
	b Gross sales price for all assets on line 6a	640,248			
	7 Capital gain net income (from Part IV, line 2)		3,422		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	41,492	40,333	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	29,996	22,497		7,499
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,102			1,102
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,367	963		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,035	22		2,013
	24 Total operating and administrative expenses. Add lines 13 through 23	36,500	23,482	0	10,614
	25 Contributions, gifts, grants paid	78,410			78,410
26 Total expenses and disbursements. Add lines 24 and 25	114,910	23,482	0	89,024	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-73,418				
b Net investment income (if negative, enter -0-)		16,851			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2015)

SCANNED MAY 09 2015

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year		
				(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing		6,089	559	559	
	2	Savings and temporary cash investments		61,478	39,908	39,908	
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S. and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)			1,707,449	1,662,910	1,805,947	
14	Land, buildings, and equipment, basis ▶						
	Less: accumulated depreciation (attach schedule) ▶						
15	Other assets (describe ▶)						
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			1,775,016	1,703,377	1,846,414	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)			0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds			1,775,016	1,703,377	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)			1,775,016	1,703,377	
31	Total liabilities and net assets/fund balances (see instructions)			1,775,016	1,703,377		

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	1,775,016
2	Enter amount from Part I, line 27a	2	-73,418
3	Other increases not included in line 2 (itemize) ▶ Mutual Fund & CTF Income Additions	3	3,504
4	Add lines 1, 2, and 3	4	1,705,102
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,725
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,703,377

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis, plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }			2	3,422
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }			3	0

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

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

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

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

☐ Yes ☒ No

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

(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	82,975	2,060,904	0.040261
2013	60,325	1,963,363	0.030725
2012	73,125	1,823,641	0.040098
2011	87,431	1,862,379	0.046946
2010	86,968	1,765,292	0.049266
2 Total of line 1, column (d)			2 0.207296
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.041459
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 1,974,067
5 Multiply line 4 by line 3			5 -81,843
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 169
7 Add lines 5 and 6			7 82,012
8 Enter qualifying distributions from Part XII, line 4 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			8 89,024

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	169	
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	169	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	169	
6	Credits/Payments:			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,845	
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	1,845	
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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,676	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax 169 Refunded	11	1,507	

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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818			
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	Yes	No
				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 ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	3b	N/A
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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

N/A

6b

X

7b

N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	Trustee 4 00	29,996		

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,938,087
b	Average of monthly cash balances	1b	66,042
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,004,129
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,004,129
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	30,062
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,974,067
6	Minimum investment return. Enter 5% of line 5	6	98,703

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	98,703
2a	Tax on investment income for 2015 from Part VI, line 5	2a	169
b	Income tax for 2015. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	169
3	Distributable amount before adjustments Subtract line 2c from line 1	3	98,534
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	98,534
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	98,534

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	89,024
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the.		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	89,024
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	169
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	88,855

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				98,534
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			62,544	
b Total for prior years 20____, 20____, 20____				
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: $\$$ 89,024				
a Applied to 2014, but not more than line 2a			62,544	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				26,480
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				72,054
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
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

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

- c** Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total				3a 78,410
b Approved for future payment NONE				
Total				3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	38,070	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	3,422	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		41,492	0
13	Total. Add line 12, columns (b), (d), and (e)				13	41,492

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

[illegible]

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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

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

Phone no	412-355-6000
----------	--------------

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MUSICAL ARTS INDIANA INC

Street

18211 KERN RD

City

SOUTH BEND

State

IN

Zip Code

46614

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

PRODUCTIONS EXPENSES FOR THE 2015-2016 SEASON

Amount

5,000

Name

MEMORIAL HEALTH FOUNDATION INC.

Street

615 N MICHIGAN ST

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

CENTER FOR HISTORY

Street

808 W WASHINGTON ST

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

CENTER FOR THE HOMELESS INC

Street

813 S MICHIGAN ST

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,500

Name

DISMAS, INC

Street

521 S ST JOSEPH ST

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

16,710

Name

RIVERBEND CANCER SERVICES

Street

3516 E JEFFERSON BLVD

City

SOUTH BEND

State

IN

Zip Code

46615

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,200

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

STONE SOUP COMMUNITY INC

Street

333 N MAIN ST

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

UNITED WAY OF ST JOSEPH COUNTY INC

Street

3517 E JEFFERSON BLVD

City

SOUTH BEND

State

IN

Zip Code

46615

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions															Amount		Short Term CG Distributions														
															19,768		0														
Description															CUSIP #		Check "X" to include in Part IV														
Purchaser															Check "X" if Purchaser is a Business		Acquisition Method														
Date Acquired															Date Sold		Gross Sales Price														
Cost or Other Basis															Valuation Method		Expense of Sale and Cost of Improvements														
Depreciation															Adjustments		Net Gain or Loss														
Capital Gains/Losses															Other sales		636,828														
640,248															0		0														
Net Gain or Loss															3,422		0														

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Totals		Capital Gains/Losses		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
								Other sales		Other sales		Other sales		Other sales		Other sales	
								Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Net Gain or Loss	Net Gain or Loss	Net Gain or Loss
Long Term CG Distributions	Amount							19,768	0								
Short Term CG Distributions	Amount							0									
73 KALMAR GR W VAL SM CAP	483438305	X				2/19/2013	7/24/2015	51,437	45,575							5,862	0
74 KALMAR GR W VAL SM CAP	483438305	X				7/24/2015	7/24/2015	1,963	1,969							64	0
75 LAS VEGAS SANDS CORP	517834107	X				9/12/2014	7/7/2015	1,133	1,265							-132	0
76 MCKESSON CORP	58155Q103	X				10/29/2014	1/23/2015	1,961	1,787							174	0
77 MERGER FUND-INST #301	589509207	X				1/31/2014	1/23/2015	791	808							-17	0
78 MERGER FUND-INST #301	589509207	X				9/27/2012	1/23/2015	232	237							-5	0
79 MERGER FUND-INST #301	589509207	X				2/19/2013	1/23/2015	3,551	3,592							-41	0
80 MERGER FUND-INST #301	589509207	X				2/19/2013	7/24/2015	250	252							-2	0
81 MERGER FUND-INST #301	589509207	X				2/19/2013	7/24/2015	2,893	2,945							-52	0
82 MICROSOFT CORP	594918104	X				8/12/2014	11/10/2015	1,390	1,129							261	0
83 MONSANTO CO NEW	61166W101	X				4/22/2015	9/14/2015	904	1,168							-264	0
84 MONSTER BEVERAGE CORP	637071101	X				11/15/2012	1/12/2015	7,758	7,758							0	0
85 NATIONAL OILWELL INC CON	637071101	X				7/3/2013	7/7/2015	2,214	3,100							-886	0
86 NATIONAL OILWELL INC CON	637071101	X				7/5/2013	7/7/2015	1,491	2,118							-627	0
87 PRINCIPAL GL MULT STRAT-	74255L698	X				8/14/2014	7/24/2015	368	364							4	0
88 PRINCIPAL GL MULT STRAT-	74255L698	X				8/14/2014	7/24/2015	20,008	20,061							-55	0
89 ROBOCO BP LNG/SHRT RES-	74925K581	X				7/22/2013	1/23/2015	10,805	9,822							1,183	0
90 BOSTON P LINGSHRT RES-IN	74925K581	X				7/24/2015	11/10/2015	223	220							3	0
91 BOSTON P LINGSHRT RES-IN	74925K581	X				7/22/2013	11/10/2015	748	641							105	0
92 T ROWE PRICE SHORT TERM	77957P105	X				10/17/2013	1/23/2015	7,718	7,750							-32	0
93 T ROWE PRICE SHORT TERM	77957P105	X				10/17/2013	7/24/2015	1,354	1,368							-12	0
94 T ROWE PRICE SHORT TERM	77957P105	X				9/15/2014	7/24/2015	8,944	9,000							-56	0
95 T ROWE PRICE SHORT TERM	77957P105	X				6/15/2015	7/24/2015	195	195							0	0
96 T ROWE PRICE INST FLOAT	77958B402	X				1/31/2014	7/24/2015	2,768	2,812							-44	0
97 T ROWE PRICE INST FLOAT	77958B402	X				1/31/2014	8/28/2015	12,126	12,453							-327	0
98 SPDR DJ WILSHIRE INTERNA	78463X863	X				10/28/2014	1/23/2015	1,404	1,350							54	0
99 SPDR DJ WILSHIRE INTERNA	78463X863	X				6/2/2011	1/23/2015	1,886	1,755							131	0
100 US BANCORP	902973304	X				2/7/2011	5/21/2015	7,860	5,006							2,854	0
101 STRATON SM-CAP VALUE F	863137105	X				7/10/2014	11/10/2015	1,264	1,314							-50	0
102 TJX COMPANIES INC	872540109	X				10/29/2014	7/7/2015	1,363	1,250							113	0
103 TARGET CORP	87612E108	X				8/30/2013	1/23/2015	1,906	1,521							285	0
104 TARGET CORP	87612E108	X				2/11/2010	1/23/2015	452	295							157	0
105 US BANCORP	902973304	X				10/29/2014	5/21/2015	878	638							42	0
106 THERMO FISHER SCIENTIFIC	87612E108	X				2/11/2010	4/22/2015	3,907	2,358							1,549	0
107 THERMO FISHER SCIENTIFIC	883556102	X				8/31/2015	11/10/2015	1,498	1,379							119	0
108 US BANCORP	902973304	X				10/29/2014	5/5/2015	1,300	1,253							47	0
109 UNITEDHEALTH GROUP INC	91324P102	X				10/29/2014	3/2/2015	2,854	2,326							528	0
110 UNITEDHEALTH GROUP INC	91324P102	X				2/11/2010	3/2/2015	2,854	817							2,037	0
111 VANGUARD TOTAL BOND M	921837635	X				10/12/2014	1/23/2015	30,201	29,844							357	0
112 VANGUARD REIT VIPER	922908553	X				11/15/2010	1/23/2015	10,230	5,935							4,295	0
113 VANGUARD REIT VIPER	922908553	X				7/24/2015	11/10/2015	4,783	4,822							-39	0
114 EATON CORP PLC	G29183103	X				7/28/2015	9/14/2015	873	977							-104	0
115 NATIONAL OILWELL INC CON	637071101	X				6/11/2014	7/7/2015	407	687							-280	0
116 NATIONAL OILWELL INC CON	637071101	X				10/29/2014	7/7/2015	1,356	2,173							-817	0
117 NATIONAL OILWELL INC CON	637071101	X				11/24/2014	7/7/2015	1,265	2,084							-789	0
118 ASG GLOBAL ALTERNATIVES	63872T885	X				7/22/2013	1/23/2015	2,498	2,506							-10	0
119 ASG GLOBAL ALTERNATIVES	63872T885	X				7/22/2013	7/24/2015	577	589							-12	0
120 ASG GLOBAL ALTERNATIVES	63872T885	X				7/22/2013	11/10/2015	6,711	7,092							-381	0
121 NESTLE S.A. REGISTERED S	641069408	X				8/31/2015	12/17/2015	1,402	1,400							2	0
122 NEUBERGER BERMAN LONG	64128R608	X				7/10/2014	7/24/2015	2,259	2,259							0	0
123 NEUBERGER BERMAN LONG	64128R608	X				7/10/2014	11/10/2015	749	766							-17	0
124 OPPENHEIMER DEVELOPING	683974604	X				10/30/2014	7/24/2015	5,232	5,988							-756	0
125 OPPENHEIMER DEVELOPING	683974604	X				1/28/2015	7/24/2015	13,281	13,886							-605	0
126 OPPENHEIMER DEVELOPING	683974604	X				7/22/2013	7/24/2015	398	409							-11	0
127 OPPENHEIMER DEVELOPING	683974604	X				7/22/2013	11/10/2015	164	182							-18	0
128 KALMAR GR W VAL SM CAP	483438305	X				1/31/2014	11/10/2015	31,814	35,200							-3,386	0
129 KALMAR GR W VAL SM CAP	483438305	X				5/5/2014	7/24/2015	2,335	2,478							-143	0
130 KALMAR GR W VAL SM CAP	483438305	X				10/30/2014	7/24/2015	3,555	3,697							-142	0
131 PIMCO FOREIGN BD FD USD	693390882	X				10/14/2011	6/15/2015	9,788	9,882							-94	0
132 PIMCO FOREIGN BD FD USD	693390882	X				10/17/2013	6/15/2015	192	193							-1	0
133 PIMCO FOREIGN BD FD USD	693390882	X				1/31/2014	6/15/2015	4,543	4,591							-48	0
134 PIMCO FOREIGN BD FD USD	693390882	X				1/28/2015	6/15/2015	135	141							-6	0
135 PNC FINANCIAL SERVICES G	693475105	X				5/27/2015	11/10/2015	1,428	1,440							-12	0
136 PRINCIPAL GL MULT STRAT-	74255L698	X				8/14/2014	1/23/2015	177	178							1	0
137 MERGER FUND-INST #301	589509207	X				11/17/2010	1/23/2015	4,780	4,891							-111	0
138 MERGER FUND-INST #301	589509207	X				10/30/2014	1/23/2015	315	325							-10	0

Part I, Line 16b (990-PF) - Accounting Fees

		1,102	0	0	1,102
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,102			1,102

Part I, Line 18 (990-PF) - Taxes

		3,367	963	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	963	963		
2	PY EXCISE TAXES PAID	559			
3	ESTIMATED EXCISE TAXES PAID	1,845			

Part I, Line 23 (990-PF) - Other Expenses

		2,035	22	0	2,013
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	22	22		
2	GRANT ADMINISTRATION FEE	2,013	0		2,013

Part II, Line 13 (990-PF) - Investments - Other

		1,707,449	1,662,910	1,805,947
	Asset Description	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	
2	AFFILIATED MANAGERS GROUP INC	0	4,245	7,189
3	APPLE COMPUTER INC COM	0	11,471	26,104
4	BOEING COMPANY	0	11,756	17,206
5	CVS/CAREMARK CORPORATION	0	5,058	13,003
6	CISCO SYSTEMS INC	0	9,740	13,686
7	CUMMINS INC	0	13,334	8,449
8	DIAGEO PLC - ADR	0	4,708	6,980
9	WALT DISNEY CO	0	5,904	16,392
10	DODGE & COX INCOME FD COM 147	0	66,054	64,504
11	GILEAD SCIENCES INC	0	2,980	8,804
12	JOHNSON CONTROLS INC	0	5,998	7,187
13	MICROSOFT CORP	0	10,410	16,145
14	NESTLE S A REGISTERED SHARES - ADR	0	4,593	7,293
15	ORACLE CORPORATION	0	6,737	7,964
16	PNC FINANCIAL SERVICES GROUP	0	9,030	9,054
17	ROCHE HOLDINGS LTD - ADR	0	9,861	9,962
18	T ROWE PRICE SHORT TERM BD FD 55	0	21,433	21,267
19	SCHLUMBERGER LTD	0	9,919	11,230
20	TJX COS INC NEW	0	6,093	11,133
21	THERMO FISHER SCIENTIFIC INC	0	3,031	8,653
22	TOTAL FINA ELF S A ADR	0	10,628	9,799
23	UNION PACIFIC CORP	0	9,898	12,512
24	MCKESSON CORP	0	7,322	12,228
25	GOLDMAN SACHS GROUP INC	0	5,402	6,669
26	HSBC - ADR	0	9,851	7,381
27	MANULIFE FINANCIAL CORP	0	6,244	6,366
28	UNITED PARCEL SERVICE-CL B	0	4,442	6,544
29	ARTISAN INTERNATIONAL FD I 662	0	82,171	104,905
30	TARGET CORP	0	8,301	10,456
31	UNITEDHEALTH GROUP INC	0	5,351	14,470
32	HAIN CELESTIAL GROUP INC	0	6,356	6,260
33	MERGER FUND-INST #301	0	17,472	16,918
34	BLACKROCK INC	0	5,604	6,129
35	ARTISAN MID CAP FUND-INSTL 1333	0	75,602	76,721
36	MET WEST TOTAL RETURN BOND CL I 51	0	66,555	64,643
37	FID ADV EMER MKTS INC- CL I 607	0	79,348	75,276
38	MONSANTO CO NEW	0	13,060	12,216
39	T ROWE PRICE REAL ESTATE FD 122	0	16,081	16,128
40	JPMORGAN CHASE & CO	0	7,658	13,140
41	SUNCOR ENERGY INC NEW F	0	11,795	11,404
42	EATON VANCE GLOBAL MACRO - I	0	19,593	19,316
43	DODGE & COX INTL STOCK FD 1048	0	86,097	98,449
44	AMER CENT SMALL CAP GRWTH INST 33	0	71,462	62,710
45	JP MORGAN MID CAP VALUE-I 758	0	63,413	82,056
46	BERSHIRE HATHAWAY INC	0	11,017	15,581

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	ALPHABET INC/CA		0	10,465	17,454
48	STERLING CAPITAL STRATTON SMALL CA		0	67,013	60,975
49	COMCAST CORP CLASS A		0	6,599	13,825
50	ASG GLOBAL ALTERNATIVES-Y 1993		0	54,367	50,252
51	VANGUARD REIT VIPER		0	50,508	77,418
52	AQR MANAGED FUTURES STR-I		0	18,267	18,466
53	LAS VEGAS SANDS CORP		0	9,087	6,751
54	CELANESE CORP		0	8,387	11,311
55	CITIGROUP INC		0	10,525	10,816
56	AMERIPRISE FINL INC		0	9,354	8,301
57	JPMORGAN HIGH YIELD FUND SS 3580		0	44,643	40,209
58	T ROWE PRICE INST FLOAT RATE 170		0	16,804	15,972
59	OPPENHEIMER DEVELOPING MKT-I 799		0	148,409	131,251
60	SPDR DJ WILSHIRE INTERNATIONAL REA		0	67,990	74,954
61	ASTRAZENCA PLC 5 900% 9/15/17		0	37,585	42,842
62	ROBECO BP LNG/SHRT RES-INS		0	17,619	19,575
63	NEUBERGER BERMAN LONG SH-INS #183		0	48,592	46,760
64	CREDIT SUISSE COMM RT ST-CO 2156		0	52,802	36,014
65	EATON CORP PLC		0	5,399	5,568
66	BLACKROCK GL L/S CREDIT-INS #1833		0	48,983	46,060
67	CME GROUP INC		0	6,434	10,691

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund & CTF Income Additions	1	3,504
2	Total	2	3,504

Line 5 - Decreases not included in Part III, Line 2

1	Cost Basis Adjustment	1	127
2	Mutual Fund & CTF Income Subtraction	2	529
3	PY Return of Capital Adjustment	3	1,069
4	Total	4	1,725

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount				
Short Term CG Distributions										19,788	0			
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Bases or Losses
1	ARTISAN INTERNATIONAL FT	043144H402		10/30/2014	7/24/2015	4,305		0	4,163	142		0	0	-16,346
2	ARTISAN INTERNATIONAL FT	043144H402		5/5/2014	7/24/2015	1,388		0	1,344	44		0	0	44
3	ARTISAN INTERNATIONAL FT	043144H402		12/8/2015	7/24/2015	6,433		0	6,322	111		0	0	111
4	ARTISAN INTERNATIONAL FT	043144H402		12/19/2007	7/24/2015	7,529		0	6,932	537		0	0	537
5	ARTISAN MID CAP FUND-INS	043144H600		7/24/2015	11/10/2015	450		0	451	-11		0	0	-11
6	BAXTER INTL INC	071813109		8/19/2013	6/18/2015	4,918		0	5,076	-158		0	0	-158
7	BAXTER INTL INC	071813109		12/16/2013	6/18/2015	2,494		0	2,382	112		0	0	112
8	BERKSHIRE HATHAWAY INC	084670702		10/29/2014	7/7/2015	1,103		0	1,117	-14		0	0	-14
9	CME GROUP INC	12572Q105		8/31/2015	11/10/2015	1,464		0	1,424	40		0	0	40
10	CVS HEALTH CORPORATION	126550100		10/29/2014	7/7/2015	1,058		0	850	208		0	0	208
11	CVS HEALTH CORPORATION	126550100		8/31/2015	12/17/2015	1,334		0	1,435	-101		0	0	-101
12	CELANESE CORP	150970103		7/28/2015	11/10/2015	1,421		0	1,286	135		0	0	135
13	CHEVRON CORP	166764100		10/29/2014	1/23/2015	2,154		0	2,338	-184		0	0	-184
14	CHEVRON CORP	166764100		11/15/2010	3/2/2015	4,854		0	3,945	909		0	0	909
15	CHEVRON CORP	166764100		11/28/2012	3/2/2015	106		0	105	1		0	0	1
16	CISCO SYSTEMS INC	17275R102		2/15/2013	5/5/2015	809		0	988	-221		0	0	-221
17	AOR MANAGED FUTURES ST	00203H859		1/31/2014	11/10/2015	7,344		0	6,945	399		0	0	399
18	AOR MANAGED FUTURES ST	00203H859		7/24/2015	11/10/2015	972		0	967	5		0	0	5
19	AOR MANAGED FUTURES ST	00203H859		7/22/2013	11/10/2015	5,047		0	4,688	349		0	0	349
20	AFFILIATED MANAGERS GR	008252108		8/31/2015	10/23/2015	1,089		0	1,120	-31		0	0	-31
21	ANHEUSER-BUSCH INBEV SF	03524A108		9/6/2011	12/17/2015	9,878		0	4,183	5,695		0	0	5,695
22	ANHEUSER-BUSCH INBEV SF	03524A108		8/31/2015	12/17/2015	1,876		0	1,634	242		0	0	242
23	APACHE CORP	037411105		5/19/2004	7/28/2015	2,929		0	2,523	406		0	0	406
24	APACHE CORP	037411105		2/15/2013	7/28/2015	780		0	1,310	-520		0	0	-520
25	APACHE CORP	037411105		9/5/2015	7/28/2015	930		0	1,359	-429		0	0	-429
26	APACHE CORP	037411105		6/18/2015	7/28/2015	837		0	1,034	-197		0	0	-197
27	ARTISAN INTERNATIONAL FT	043144H402		7/10/2014	7/24/2015	6,020		0	6,005	15		0	0	15
28	AOR MANAGED FUTURES ST	00203H859		12/8/2015	11/10/2015	8,109		0	8,333	-224		0	0	-224
29	CISCO SYSTEMS INC	17275R102		10/29/2014	5/5/2015	636		0	529	107		0	0	107
30	CISCO SYSTEMS INC	17275R102		8/10/2015	10/23/2015	966		0	944	22		0	0	22
31	CITIGROUP INC	172967424		6/18/2015	11/10/2015	1,065		0	1,078	-13		0	0	-13
32	CITIGROUP INC	172967424		8/31/2015	11/10/2015	336		0	320	16		0	0	16
33	COMCAST CORP CLASS A	20030N101		10/29/2014	4/22/2015	1,410		0	1,311	99		0	0	99
34	CREDIT SUISSE COMM RET	22544R305		11/7/2010	7/24/2015	9,660		0	16,028	-6,368		0	0	-6,368
35	CREDIT SUISSE COMM RET	22544R305		10/14/2011	7/24/2015	7,620		0	12,300	-4,680		0	0	-4,680
36	CREDIT SUISSE COMM RET	22544R305		4/18/2012	7/24/2015	6,700		0	10,000	-3,300		0	0	-3,300
37	CREDIT SUISSE COMM RET	22544R305		2/19/2013	7/24/2015	3,679		0	5,539	-1,860		0	0	-1,860
38	DODGE & COX INTL STOCK	256206103		12/28/2007	7/24/2015	2,612		0	2,803	-191		0	0	-191
39	DODGE & COX INTL STOCK	256206103		7/10/2014	7/24/2015	5,921		0	6,346	-425		0	0	-425
40	DODGE & COX INTL STOCK	256206103		10/30/2014	7/24/2015	4,985		0	5,085	-100		0	0	-100
41	DODGE & COX INTL STOCK	256206103		12/8/2015	7/24/2015	6,574		0	10,437	-198		0	0	-198
42	DREYFUS ENG MKT DEBT LC	261980494		7/22/2013	7/24/2015	6,574		0	8,166	-1,592		0	0	-1,592
43	DREYFUS ENG MKT DEBT LC	261980494		4/18/2012	7/24/2015	994		0	1,230	-236		0	0	-236
44	DREYFUS ENG MKT DEBT LC	261980494		4/18/2012	11/20/2015	6,791		0	8,870	-2,079		0	0	-2,079
45	DREYFUS ENG MKT DEBT LC	261980494		10/14/2011	11/20/2015	12,694		324	16,418	-3,400		0	0	-3,400
46	DREYFUS ENG MKT DEBT LC	261980494		10/14/2011	12/4/2015	9,642		0	12,862	-3,040		0	0	-3,040
47	DREYFUS ENG MKT DEBT LC	261980494		1/31/2014	12/4/2015	3,503		0	4,281	-778		0	0	-778
48	DREYFUS ENG MKT DEBT LC	261980494		10/30/2014	12/4/2015	1,024		0	1,312	-288		0	0	-288
49	DREYFUS ENG MKT DEBT LC	261980494		12/8/2015	12/4/2015	3,925		0	4,544	-619		0	0	-619
50	DREYFUS ENG MKT DEBT LC	261980494		10/10/2011	12/4/2015	1,086		0	1,415	-329		0	0	-329
51	DREYFUS ENG MKT DEBT LC	261980658		5/5/2014	6/15/2015	14,314		0	15,507	-1,193		0	0	-1,193
52	DREYFUS INTERNATL BOND	261980658		12/8/2015	6/15/2015	461		0	477	-16		0	0	-16
53	DRIEHAUS ACTIVE INCOME F	262028855		7/22/2013	1/23/2015	20,256		0	20,879	-623		0	0	-623
54	DRIEHAUS ACTIVE INCOME F	262028855		7/22/2013	11/10/2015	66		0	70	-4		0	0	-4
55	DRIEHAUS ACTIVE INCOME F	262028855		10/17/2013	11/10/2015	19,923		0	20,888	-975		0	0	-975
56	E M C CORP MASS	268648102		2/7/2011	10/23/2015	3,417		0	3,409	8		0	0	8
57	E M C CORP MASS	268648102		2/15/2013	10/23/2015	1,896		0	1,562	134		0	0	134
58	E M C CORP MASS	268648102		6/25/2014	10/23/2015	1,617		0	1,630	-13		0	0	-13
59	E M C CORP MASS	268648102		8/31/2015	10/23/2015	1,669		0	1,590	79		0	0	79
60	FID ADV EMER MKTS INC-CL	315820702		10/17/2013	11/10/2015	1,259		81	1,341	-11		0	0	-11
61	J P MORGAN MID CAP VALUE	339128100		7/10/2014	1/23/2015	4,595		0	4,887	-292		0	0	-292
62	J P MORGAN MID CAP VALUE	339128100		7/10/2014	11/10/2015	1,163		0	1,191	-28		0	0	-28
63	CREDIT SUISSE COMM RET	22544R305		7/22/2013	7/24/2015	7,169		0	9,961	-2,792		0	0	-2,792
64	DODGE & COX INTL STOCK	256206103		12/28/2006	7/24/2015	966		0	979	-13		0	0	-13
65	J P MORGAN MID CAP VALUE	339128100		7/24/2015	11/10/2015	350		0	356	-6		0	0	-6
66	GOOGLE INC-CL C	38256P706		6/2/2014	5/6/2015	31		0	31	0		0	0	0
67	INTERNATIONAL BUSINESS	45520101		6/18/2013	8/10/2015	4,234		0	5,541	-1,307		0	0	-1,307
68	JPMORGAN CHASE & CO	46625H100		8/31/2015	11/10/2015	1,422		0	1,348	74		0	0	74
69	JOHNSON CONTROLS INC	473666107		6/18/2015	9/14/2015	682		0	885	-203		0	0	-203

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions													Short Term CG Distributions												
Amount													Amount												
19,768													0												
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses												
70 JOHNSON CONTROLS INC	476366107		7/28/2015	9/14/2015	201			223	-22		0	0	-16,346												
71 JPMORGAN HIGH YIELD FUN	4812C0803		5/5/2014	8/28/2015	5,990		0	6,629	-639	0	0	0	-22												
72 JPMORGAN HIGH YIELD FUN	4812C0803		5/5/2014	8/28/2015	24,907		0	27,221	-2,314	0	0	0	-639												
73 KALMAR GR W VAL SM CAP	483438305		2/19/2013	7/24/2015	51,437		0	45,575	5,862	0	0	0	-2,314												
74 KALMAR GR W VAL SM CAP	483438305		1/28/2015	7/24/2015	1,963		0	1,899	64	0	0	0	5,862												
76 LAS VEGAS SANDS CORP	517834107		9/12/2014	7/7/2015	1,133		0	1,265	-132	0	0	0	64												
78 MCKESSON CORP	58155Q103		10/29/2014	7/23/2015	1,981		0	1,787	174	0	0	0	-132												
77 MERGER FUND-INST #301	589509207		9/27/2012	1/23/2015	232		0	808	-17	0	0	0	174												
79 MERGER FUND-INST #301	589509207		2/19/2013	1/23/2015	3,551		0	3,592	-5	0	0	0	-17												
80 MERGER FUND-INST #301	589509207		2/19/2013	7/24/2015	250		0	252	-2	0	0	0	-5												
81 MERGER FUND-INST #301	589509207		2/19/2013	1/10/2015	2,893		0	2,945	-52	0	0	0	-41												
82 MICROSOFT CORP	594181004		8/12/2014	1/10/2015	1,390		0	1,129	261	0	0	0	-52												
83 MONSANTO CO NEW	61166W101		4/22/2015	9/14/2015	904		0	1,168	-264	0	0	0	261												
84 MONSTER BEVERAGE CORP	637740101		11/15/2012	1/2/2015	7,758		0	3,027	4,731	0	0	0	-264												
86 NATIONAL OILWELL INC CON	637071101		7/9/2013	7/7/2015	2,214		0	3,100	-886	0	0	0	4,731												
86 NATIONAL OILWELL INC CON	637071101		7/5/2013	7/7/2015	1,491		0	2,118	-627	0	0	0	-886												
87 PRINCIPAL GL MULT STRAT-	74255L696		8/14/2014	7/24/2015	368		0	364	4	0	0	0	-627												
88 PRINCIPAL GL MULT STRAT-	74255L696		8/14/2014	11/10/2015	20,006		0	20,061	-55	0	0	0	4												
89 ROBOCO BP LINGSHRT RES	74825K581		7/22/2013	1/23/2015	10,805		0	9,822	1,183	0	0	0	-55												
90 BOSTON P LINGSHRT RES-IN	74825K581		7/24/2015	11/10/2015	223		0	220	3	0	0	0	1,183												
91 BOSTON P LINGSHRT RES-IN	74825K581		7/22/2013	1/10/2015	7,718		0	641	105	0	0	0	3												
92 T ROWE PRICE SHORT TERM	77957P105		10/17/2013	1/23/2015	1,354		0	7,750	-32	0	0	0	105												
93 T ROWE PRICE SHORT TERM	77957P105		9/15/2014	7/24/2015	8,944		0	9,000	-56	0	0	0	-32												
94 T ROWE PRICE SHORT TERM	77957P105		6/15/2015	7/24/2015	195		0	195	0	0	0	0	-56												
96 T ROWE PRICE SHORT TERM	77957P105		1/31/2014	7/24/2015	2,768		0	2,812	-44	0	0	0	-56												
98 T ROWE PRICE INST FLOAT	77958B402		1/31/2014	8/28/2015	12,126		0	12,453	-327	0	0	0	-44												
97 T ROWE PRICE INST FLOAT	77958B402		10/28/2014	1/23/2015	1,404		0	1,350	54	0	0	0	-327												
98 SPDR DJ WILSHIRE INTERNA	78463X863		6/22/2011	1/23/2015	1,886		0	1,755	131	0	0	0	54												
99 SPDR DJ WILSHIRE INTERNA	78463X863		2/7/2011	5/27/2015	7,860		0	5,006	2,854	0	0	0	131												
100 US BANCORP	902973304		7/10/2014	11/10/2015	1,264		0	1,314	-50	0	0	0	2,854												
101 STRATTON SM-CAP VALUE F	863137105		10/29/2014	7/7/2015	1,363		0	1,250	113	0	0	0	-50												
102 TJX COMPANIES INC	872540109		8/30/2013	1/23/2015	1,806		0	1,521	285	0	0	0	113												
103 TARGET CORP	87612E108		2/11/2010	1/23/2015	452		0	295	157	0	0	0	285												
104 TARGET CORP	87612E108		10/29/2014	5/27/2015	878		0	836	42	0	0	0	157												
106 US BANCORP	902973304		2/11/2010	4/22/2015	3,907		0	2,358	1,549	0	0	0	42												
107 THERMO FISHER SCIENTIFIC	883556102		8/31/2015	11/10/2015	1,488		0	1,379	119	0	0	0	1,549												
108 US BANCORP	902973304		10/29/2014	5/5/2015	1,300		0	1,253	47	0	0	0	119												
109 UNITEDHEALTH GROUP INC	91324P102		10/29/2014	3/2/2015	2,854		0	2,326	528	0	0	0	47												
110 UNITEDHEALTH GROUP INC	91324P102		2/11/2010	3/2/2015	2,854		0	817	2,037	0	0	0	528												
111 VANGUARD TOTAL BOND MA	92193T7835		10/1/2014	1/23/2015	30,201		0	29,644	557	0	0	0	2,037												
112 VANGUARD REIT VIPER	922908553		11/15/2010	1/23/2015	10,200		0	5,935	4,295	0	0	0	557												
113 VANGUARD REIT VIPER	922908553		7/24/2015	11/10/2015	4783		0	4,822	-39	0	0	0	4,295												
114 EATON CORP PLC	929183103		7/28/2015	9/14/2015	873		0	977	-104	0	0	0	-39												
115 NATIONAL OILWELL INC CON	637071101		6/11/2014	7/7/2015	407		0	687	-280	0	0	0	-104												
116 NATIONAL OILWELL INC CON	637071101		10/29/2014	7/7/2015	1,356		0	2,173	-817	0	0	0	-280												
117 NATIONAL OILWELL INC CON	637071101		11/24/2014	7/7/2015	1,265		0	2,064	-799	0	0	0	-817												
118 ASG GLOBAL ALTERNATIVES	63872T885		7/22/2013	1/23/2015	2,486		0	2,506	-10	0	0	0	-799												
119 ASG GLOBAL ALTERNATIVES	63872T885		7/22/2013	7/24/2015	577		0	588	-11	0	0	0	-10												
120 ASG GLOBAL ALTERNATIVES	63872T885		7/22/2013	11/10/2015	6,711		0	7,092	-381	0	0	0	-12												
121 NESTLE S.A. REGISTERED S	841069406		8/31/2015	12/17/2015	1,402		0	1,400	2	0	0	0	-381												
122 NEUBERGER BERMAN LONG	64128R608		7/10/2014	7/24/2015	2,259		0	2,259	0	0	0	0	2												
123 NEUBERGER BERMAN LONG	64128R608		7/10/2014	11/10/2015	749		0	766	-17	0	0	0	0												
124 OPPENHEIMER DEVELOPING	683974604		10/30/2014	7/24/2015	5,232		0	5,988	-756	0	0	0	-17												
125 OPPENHEIMER DEVELOPING	683974604		12/8/2015	7/24/2015	13,281		0	13,886	-605	0	0	0	-756												
126 OPPENHEIMER DEVELOPING	683974604		7/22/2013	7/24/2015	398		0	409	-11	0	0	0	-605												
127 OPPENHEIMER DEVELOPING	683974604		7/22/2013	11/10/2015	164		0	182	-18	0	0	0	-11												
128 OPPENHEIMER DEVELOPING	683974604		1/31/2014	11/10/2015	31,814		0	35,200	-3,386	0	0	0	-18												
129 KALMAR GR W VAL SM CAP	483438305		5/5/2014	7/24/2015	2,335		0	2,478	-143	0	0	0	-3,386												
130 KALMAR GR W VAL SM CAP	483438305		10/30/2014	7/24/2015	3,555		0	3,697	-142	0	0	0	-143												
131 PIMCO FOREIGN BD FD USD	693390882		10/14/2011	6/15/2015	9,788		0	9,882	-94	0	0	0	-142												
132 PIMCO FOREIGN BD FD USD	693390882		10/17/2013	6/15/2015	192		0	193	-1	0	0	0	-94												
133 PIMCO FOREIGN BD FD USD	693390882		1/31/2014	6/15/2015	4,543		0	4,591	-48	0	0	0	-1												
134 PIMCO FOREIGN BD FD USD	693390882		12/29/2015	6/15/2015	135		0	141	-6	0	0	0	-48												
135 PNC FINANCIAL SERVICES G	693475105		5/27/2015	11/10/2015	1,428		0	1,440	-12	0	0	0	-6												
136 PRINCIPAL GL MULT STRAT-	74255L696		8/14/2014	1/23/2015	177		0	176	1	0	0	0	-12												
137 MERGER FUND-INST #301	589509207		11/17/2010	1/23/2015	4,780		0	4,881	-111	0	0	0	1												
138 MERGER FUND-INST #301	589509207		10/30/2014	1/23/2015	315		0	325	-10	0	0	0	-111												
													-10												

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 0
2 First quarter estimated tax payment	5/8/2015	2 461
3 Second quarter estimated tax payment	6/10/2015	3 462
4 Third quarter estimated tax payment	9/10/2015	4 461
5 Fourth quarter estimated tax payment	12/10/2015	5 461
6 Other payments		6
7 Total		7 1,845

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2014 that remained undistributed at the beginning of the 2015 tax year	1	62,544
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	62,544