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Form 990-PF

## Return of Private Foundation

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

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2015

Open to Public  
Inspection

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation STILLWELL FOUNDATION C/O HAL OAKLEY		A Employer identification number 37-6026362	
Number and street (or P O box number if mail is not delivered to street address) 525 JERSEY		B Telephone number (see instructions) (217) 224-4000	
C If exemption application is pending, check here <input checked="" type="checkbox"/>			
D 1. Foreign organizations, check here <input checked="" type="checkbox"/>			
2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/>			
E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/>			
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 1,126,517</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

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))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	20,686	20,686	20,686	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	72,785			
	b Gross sales price for all assets on line 6a 442,578				
	7 Capital gain net income (from Part IV, line 2)		72,785		
	8 Net short-term capital gain			8,535	
	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	93,471	93,471	29,221	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	3,000	1,500	1,500	1,500
	b Accounting fees (attach schedule)	975	488	487	487
	c Other professional fees (attach schedule)	8,886	8,886	8,886	8,886
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,403	1,202	1,201	1,201
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	83	42	41	41
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	15,347	12,118	12,115	3,229
	25 Contributions, gifts, grants paid	62,000			62,000
	26 Total expenses and disbursements. Add lines 24 and 25	77,347	12,118	12,115	65,229
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	16,124			
	b Net investment income (if negative, enter -0-)		81,353		
	c Adjusted net income(if negative, enter -0-)			17,106	

	<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>				
1	Cash—non-interest-bearing . . . . .	22,971	21,478	
2	Savings and temporary cash investments . . . . .			
3	Accounts receivable ► _____			
	Less allowance for doubtful accounts ► _____			
4	Pledges receivable ► _____			
	Less allowance for doubtful accounts ► _____			
5	Grants receivable . . . . .			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
7	Other notes and loans receivable (attach schedule) ► _____			
	Less allowance for doubtful accounts ► _____			
8	Inventories for sale or use . . . . .			
9	Prepaid expenses and deferred charges . . . . .			
10a	Investments—U S and state government obligations (attach schedule)	102,976	47,376	47,376
b	Investments—corporate stock (attach schedule) . . . . .	613,203	686,373	833,292
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) . . . . .	251,235	251,282	245,849
14	Land, buildings, and equipment basis ► _____			
	Less accumulated depreciation (attach schedule) ► _____			
15	Other assets (describe ► _____)			
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	990,385	1,006,509	1,126,517
<b>Liabilities</b>				
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	
<b>Net Assets or Fund Balances</b>				
24	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b> and complete lines 24 through 26 and lines 30 and 31.			
25	Unrestricted . . . . .			
26	Temporarily restricted . . . . .			
27	Permanently restricted . . . . .			
28	<b>Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/></b> and complete lines 27 through 31.			
29	Capital stock, trust principal, or current funds . . . . .	990,385	1,006,509	
30	Paid-in or capital surplus, or land, bldg , and equipment fund			
31	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	990,385	1,006,509	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	990,385	1,006,509	

**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	990,385
2	Enter amount from Part I, line 27a . . . . .	2	16,124
3	Other increases not included in line 2 (itemize) ► _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,006,509
5	Decreases not included in line 2 (itemize) ► _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	1,006,509

**Part IV Capital Gains and Losses for Tax on Investment Income**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)		How acquired (b) P—Purchase D—Donation	Date acquired (c) (mo, day, yr)	Date sold (d) (mo, day, yr)	
1 a	SEE ATTACHED	P	2014-10-16	2015-12-07	
b	SEE ATTACHED	P	2014-11-20	2015-11-19	
c					
d					
e					
(e) Gross sales price		Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)	
a	239,986		175,736	64,250	
b	202,592		194,057	8,535	
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69		Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	(l)	
a				64,250	
b				8,535	
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	72,785
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	8,535

**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 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	64,927	1,169,188	0 055532
2013	66,708	1,076,485	0 061968
2012	59,002	1,007,033	0 058590
2011	53,239	984,968	0 054052
2010	51,660	955,032	0 054092
2	Total of line 1, column (d).		2 0 284234
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 056847
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.		4 1,171,853
5	Multiply line 4 by line 3.		5 66,616
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 814
7	Add lines 5 and 6.		7 67,430
8	Enter qualifying distributions from Part XII, line 4.		8 65,229

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	1,627
	Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
3	Add lines 1 and 2. . . . .	3	1,627
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	1,627
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . .	6a	1,800
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	1,800
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	173
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> 173 <b>Refunded</b> <input type="checkbox"/> 11	11	

**Part VII-A Statements Regarding Activities**

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? . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
	<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>			
1c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
	<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	● By language in the governing instrument, or			
	● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	<input type="checkbox"/>	<b>Yes</b>	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)	<input type="checkbox"/> IL		
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? <i>If "No," attach explanation.</i> . . . . .	<input type="checkbox"/>	<b>Yes</b>	
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> . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .	<input type="checkbox"/>	<b>Yes</b>	<b>No</b>

**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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► HAROLD B OAKLEY Located at ► 525 JERSEY QUINCY IL	Telephone no ► (217) 223-3030 ZIP +4 ► 62301		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . and enter the amount of tax-exempt interest received or accrued during the year . . . . . ►	15		
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
<b>1a</b>	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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	
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? . . . . .	1c	
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
<b>a</b>	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? . . . . . If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .	2b	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015) . . . . .	3b	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	No
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015? . . . . .	4b	No

**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)? . . . . . 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? . . . . .  
If "Yes" to 6b, file Form 8870.  Yes  No

**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? . . . . .

**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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOHN STILLWELL LOCAL AUSTIN, TX 787043540	VICE PRESIDE 0 00	0	0	0
CHARLES STILLWELL 711 ST CHRISTOPHERS ROAD RICHMOND, VA 23226	PRESIDENT 0 00	0	0	0
HAROLD B OAKLEY 525 JERSEY QUINCY, IL 62301	ASST SEC & 0 00	0	0	0
R NEWCOMB STILLWELL 800 BOYLSTON STREET BOSTON, MA 021993600	SECRETARY & 0 00	0	0	0

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

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

**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		
<b>Total</b> 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	
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 N/A	
2	
All other program-related investments. See instructions	
3	
<b>Total.</b> Add lines 1 through 3 . . . . .	▶

**Part X Minimum Investment Return**

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	1,173,068
b	Average of monthly cash balances. . . . .	1b	16,630
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	1,189,698
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	1,189,698
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	17,845
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,171,853
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	58,593

**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	58,593
2a	Tax on investment income for 2015 from Part VI, line 5. . . . .	2a	1,627
b	Income tax for 2015 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,627
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	56,966
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	56,966
6	Deduction from distributable amount (see instructions). . . . .	6	
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	56,966

**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	65,229
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	65,229
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	
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	65,229

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				56,966
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010. . . . .	5,172			
<b>b</b> From 2011. . . . .	6,029			
<b>c</b> From 2012. . . . .	9,908			
<b>d</b> From 2013. . . . .	15,142			
<b>e</b> From 2014. . . . .	8,231			
<b>f Total</b> of lines 3a through e. . . . .		44,482		
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ► \$ _____ 65,229				
<b>a</b> Applied to 2014, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2015 distributable amount. . . . .				56,966
<b>e</b> Remaining amount distributed out of corpus		8,263		
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5		52,745		
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . . . .		5,172		
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a. . . . .		47,573		
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011. . . . .	6,029			
<b>b</b> Excess from 2012. . . . .	9,908			
<b>c</b> Excess from 2013. . . . .	15,142			
<b>d</b> Excess from 2014. . . . .	8,231			
<b>e</b> Excess from 2015. . . . .	8,263			

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

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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
b	85% of line 2a			
c	Qualifying distributions from Part XII, line 4 for each year listed			
d	Amounts included in line 2c not used directly for active conduct of exempt activities			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter (1) Value of all assets			
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed			
c	"Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)			
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)			
	(3) Largest amount of support from an exempt organization			
	(4) Gross investment income			

**Part XV Supplementary Information (Complete this part only if the organization 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) )

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

**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

HAROLD B OAKLEY  
525 JERSEY  
QUINCY, IL 62301  
(217) 223-3030

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

LETTER - NO FORMAL APPLICATION PROCEDURES ESTABLISHED

c Any submission deadlines

NONE

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

GRANTS ARE AWARDED ONLY TO QUALIFIED CHARITABLE, CIVIC, OR EDUCATIONAL ORGANIZATIONS NO AWARDS ARE MADE TO INDIVIDUALS

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

Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	62,000
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments . . . . .					
<b>4</b> Dividends and interest from securities. . . . .					
<b>5</b> Net rental income or (loss) from real estate					
a Debt-financed property. . . . .					
b Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property . . . . .					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .					
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .					
<b>13</b> Total Add line 12, columns (b), (d), and (e). . . . .					
				93,471	
					93,471

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

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

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

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 or

## **b** Other transactions

- (1) Sales of assets to a noncharitable exempt organization. . . . .
- (2) Purchases of assets from a noncharitable exempt organization. . . . .
- (3) Rental of facilities, equipment, or other assets. . . . .
- (4) Reimbursement arrangements. . . . .
- (5) Loans or loan guarantees. . . . .
- (6) Performance of services or membership or fundraising solicitations. . . . .

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.**

**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.

**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.

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.

\* \* \* \* \*

2016-04-22

\* \* \* \* \*

Signature of officer or trustee

Date

## Tutti

May the IRS discuss this  
return  
with the preparer shown  
below  
(see instr.)?  Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name JEFFREY A MCPPERSON CPA	Preparer's Signature	Date 2016-04-22	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00917157
	Firm's name ► GRAY HUNTER STENN LLP			Firm's EIN ►	36-3077757
	Firm's address ► 500 MAINE ST QUINCY, IL 62301			Phone no (217) 222-0304	

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b>				
CHEERFUL HOME 313 S 5TH ST QUINCY, IL 62301			OUTREACH PROGRAM	4,000
QUINCY SOCIETY OF FINE ARTS 300 CIVIC CENTER PLAZA STE 244 QUINCY, IL 62301			EDUCATIONAL	5,000
CAMP CALLAHAN PO BOX 5253 QUINCY, IL 62305			GENERAL	3,500
BIG BROTHER AND BIG SISTER OF ADAMS COUNTY 105 N 12TH ST 23 QUINCY, IL 62301			GENERAL	2,500
JACKSON-LINCOLN SWIMMING COMPLEX INC 701 N 8TH ST QUINCY, IL 62301			GENERAL	5,000
TRANSITIONS OF WESTERN ILLINOIS 4409 MAINE STREET PO BOX 3646 QUINCY, IL 62301			GENERAL	3,000
QUINCY UNIVERSITY 1800 COLLEGE AVENUE QUINCY, IL 62301			GENERAL	6,000
QUINCY UNIVERSITY 1800 COLLEGE AVENUE QUINCY, IL 62301			POLIS PROGRAM	2,000
QUINCY MUSEUM OF NATURAL HISTORY 1601 MAINE STREET QUINCY, IL 62301			GENERAL	29,000
QUINCY SYMPHONY ORCHESTRA ASSOC 200 N 8TH ST SUITE 102 QUINCY, IL 62301			GENERAL	2,000
<b>Total. . . . .</b>			► 3a	62,000

## TY 2015 Accounting Fees Schedule

**Name:** STILLWELL FOUNDATION

C/O HAL OAKLEY

**EIN:** 37-6026362

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	975	488	487	487

## TY 2015 Investments Corporate Stock Schedule

**Name:** STILLWELL FOUNDATION

C/O HAL OAKLEY

**EIN:** 37-6026362

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORP STOCK INVESTMENT	686,373	833,292

## TY 2015 Investments - Other Schedule

**Name:** STILLWELL FOUNDATION

C/O HAL OAKLEY

**EIN:** 37-6026362

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	AT COST	251,282	245,849

## TY 2015 Legal Fees Schedule

**Name:** STILLWELL FOUNDATION

C/O HAL OAKLEY

**EIN:** 37-6026362

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,000	1,500	1,500	1,500

## TY 2015 Other Expenses Schedule

**Name:** STILLWELL FOUNDATION

C/O HAL OAKLEY

**EIN:** 37-6026362

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
	83	42	41	41

## TY 2015 Other Professional Fees Schedule

**Name:** STILLWELL FOUNDATION

C/O HAL OAKLEY

**EIN:** 37-6026362

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	8,886	8,886	8,886	

## TY 2015 Taxes Schedule

**Name:** STILLWELL FOUNDATION

C/O HAL OAKLEY

**EIN:** 37-6026362

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT TAXES/LICENSES	2,403	1,202	1,201	1,201

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TRUST YEAR ENDING 12/31/2015

TAX PREPARER 39  
 TRUST ADMINISTRATOR 25  
 INVESTMENT OFFICER 120

LEGEND F - FEDERAL S - STATE I - INHERITED  
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
560 0000 AES CORPORATION COMMON STOCK - 00130H105 - MINOR = 43							
SOLD 01/15/2015 7381 54							
ACQ 560 0000 02/16/2012 7381 54				7613 81	-232 27	0 00	LT
**CHANGED** 01/29/15 JGL ***FOUND UPDATE*** 01/24/15							
845 0000 AES CORPORATION COMMON STOCK - 00130H105 - MINOR = 43							
SOLD 11/19/2015 8046 53							
ACQ 155 0000 02/16/2012 1475 99				2045 40	-569 41	0 00	LT
380 0000 07/19/2012 3618 56				4676 28	-1057 72	0 00	LT
310 0000 10/19/2012 2951 98				3241 95	-289 97	0 00	LT
***FOUND UPDATE*** 01/30/16							
120 0000 AETNA INC NEW COMMON STOCK - 00817Y108 - MINOR = 43							
SOLD 12/17/2015 13061 12							
ACQ 120 0000 10/16/2014 13061 12				8970 58	4090 54	0 00	LT
430 0000 ARCHER DANIELS MIDLAND COMPANY COMMON STOCK - 039483102 - MINOR = 43							
SOLD 11/19/2015 15805 39							
ACQ 350 0000 09/18/2014 12864 85				18238 29	-5373 44	0 00	LT
80 0000 11/20/2014 2940 54				4206 82	-1266 28	0 00	ST
130 0000 CAMERON INTERNATIONAL CORP - 13342B105 - MINOR = 43							
SOLD 09/17/2015 8648 48							
ACQ 130 0000 06/18/2015 8648 48				6987 16	1661 32	0 00	ST
15 0000 CHIPOTLE MEXICAN GRILL INC - 169656105 - MINOR = 43							
SOLD 02/20/2015 10072 73							
ACQ 15 0000 03/20/2014 10072 73				9194 38	878 35	0 00	ST
165 0000 CINTAS CORPORATION COMMON STOCK - 172908105 - MINOR = 43							
SOLD 07/16/2015 14308 23							
ACQ 115 0000 12/18/2014 9972 40				8557 00	1415 40	0 00	ST
50 0000 02/20/2015 4335 83				4094 84	240 99	0 00	ST
150 0000 EOG RES INC COMMON STOCK - 26875P101 - MINOR = 43							
SOLD 06/18/2015 13428 98							
ACQ 150 0000 06/19/2014 13428 98				17328 12	-3899 14	0 00	ST
105 0000 EBAY INC COMMON STOCK - 278642103 - MINOR = 43							
SOLD 12/17/2015 2974 11							
ACQ 105 0000 06/18/2015 2974 11				2582 86	391 25	0 00	ST
60 0000 EDWARDS LIFESCIENCES CORP COMMON STOCK - 28176E108 - MINOR = 43							
SOLD 05/22/2015 7867 58							
ACQ 60 0000 08/21/2014 7867 58				5924 30	1943 28	0 00	ST
205 0000 EXELON CORPORATION COMMON STOCK - 30161N101 - MINOR = 31000							
SOLD 02/20/2015 6817 25							
ACQ 205 0000 03/20/2014 6817 25				6428 90	388 35	0 00	ST
220 0000 EXELON CORPORATION COMMON STOCK - 30161N101 - MINOR = 31000							
SOLD 03/19/2015 7284 81							
ACQ 220 0000 03/20/2014 7284 81				6899 31	385 50	0 00	ST
60 0000 EXXON MOBIL CORP COMMON STOCK - 30231G102							
SOLD 08/20/2015 4519 56							
ACQ 25 0000 12/17/2010 1883 15				1805 50	77 65	0 00	LT Y
5 0000 03/18/2011 376 63				407 18	-30 55	0 00	LT
30 0000 05/22/1995 2259 78				525 45	1734 33	0 00	LT Y
85 0000 FEDEX CORP COMMON STOCK - 31428X106 - MINOR = 43							
SOLD 08/20/2015 13628 82							
ACQ 35 0000 01/15/2015 5611 87				6055 57	-443 70	0 00	ST
50 0000 03/19/2015 8016 95				8714 28	-697 33	0 00	ST
635 0000 FIFTH THIRD BANCORP COMMON STOCK - 316773100 - MINOR = 43							
SOLD 09/17/2015 12466 66							
ACQ 545 0000 03/20/2014 10699 73				12767 72	-2067 99	0 00	LT
90 0000 03/19/2015 1766 93				1728 06	38 87	0 00	ST
334 0000 HALLIBURTON COMPANY COMMON STOCK - 406216101 - MINOR = 43							
SOLD 06/18/2015 15131 02							
ACQ 180 0000 10/17/2013 8154 44				9305 66	-1151 22	0 00	LT
154 0000 11/21/2013 6976 58				8346 58	-1370 00	0 00	LT
268 0000 HEWLETT PACKARD COMPANY COMMON STOCK - 428236103 - MINOR = 5010							
SOLD 09/17/2015 7447 74							
ACQ 268 0000 01/16/2014 7447 74				7915 30	-467 56	0 00	LT
65 0000 KROGER COMPANY COMMON STOCK - 501044101 - MINOR = 43							
SOLD 02/20/2015 4726 43							
ACQ 65 0000 07/22/2011 4726 43				1647 75	3078 68	0 00	LT
145 0000 MACY S INC - 55616P104 - MINOR = 43							
SOLD 12/17/2015 5074 91							
ACQ 105 0000 02/16/2012 3674 93				3720 86	-45 93	0 00	LT
40 0000 06/23/2010 1399 98				800 75	599 23	0 00	LT Y
136 0000 MAGNA INTERNATIONAL INC COMMON STOCK CLASS A - 559222401 - MINOR = 43							
SOLD 08/20/2015 6968 51							
ACQ 136 0000 07/18/2013 6968 51				5054 85	1913 66	0 00	LT
189 0000 MEDTRONIC INC COMMON STOCK - 585055106							
SOLD 01/27/2015 14196 74							
ACQ 124 0000 01/16/2014 9314 26				7328 55	1985 71	0 00	LT
65 0000 03/20/2014 4882 48				3872 02	1010 46	0 00	ST
170 0000 MERCK & CO INC NEW - 58933Y105 - MINOR = 43							
SOLD 01/15/2015 10553 37							
ACQ 170 0000 05/15/2014 10553 37				9485 51	1067 86	0 00	ST
310 0000 MYLAN LABORATORIES INC COMMON STOCK - 628530107 - MINOR = 43							
SOLD 03/02/2015 17888 55							
ACQ 70 0000 01/17/2013 4039 35				1963 29	2076 06	0 00	LT
240 0000 04/18/2013 13849 20				6718 10	7131 10	0 00	LT

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TRUST YEAR ENDING 12/31/2015

TAX PREPARER 39  
TRUST ADMINISTRATOR 25  
INVESTMENT OFFICER 120

LEGEND F - FEDERAL S - STATE I - INHERITED  
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
240 0000 NETAPP INC - 64110D104 - MINOR = 43							
SOLD		04/16/2015	8761 47				
ACQ	240 0000	10/17/2013	8761 47	9710 95	-949 48	0 00	LT
30 0000 NORTHROP GRUMMAN CORP COMMON STOCK - 666807102 - MINOR = 43							
SOLD		01/15/2015	4548 20				
ACQ	30 0000	07/18/2013	4548 20	2637 59	1910 61	0 00	LT
30 0000 NORTHROP GRUMMAN CORP COMMON STOCK - 666807102 - MINOR = 43							
SOLD		05/21/2015	4837 93				
ACQ	26 0000	07/18/2013	4192 87	2285 91	1906 96	0 00	LT
4 0000	10/22/2010	645 06	223 15	421 91	0 00	LT	Y
40 0000 NORTHROP GRUMMAN CORP COMMON STOCK - 666807102 - MINOR = 43							
SOLD		07/16/2015	6790 42				
ACQ	36 0000	10/22/2010	6111 38	2008 33	4103 05	0 00	LT
4 0000	09/17/2010	679 04	214 22	464 82	0 00	LT	Y
76 0000 NORTHROP GRUMMAN CORP COMMON STOCK - 666807102 - MINOR = 43							
SOLD		11/19/2015	14259 73				
ACQ	76 0000	09/17/2010	14259 73	4070 10	10189 63	0 00	LT
60 0000 O REILLY AUTOMOTIVE INC - 67103H107 - MINOR = 43							
SOLD		04/16/2015	12914 14				
ACQ	60 0000	10/17/2013	12914 14	8045 37	4868 77	0 00	LT
175 0000 ORACLE CORPORATION COMMON STOCK - 68389X105 - MINOR = 43							
SOLD		10/15/2015	6588 03				
ACQ	60 0000	04/20/2012	2258 75	1754 37	504 38	0 00	LT
115 0000	11/20/2009	4329 28	2566 64	1762 64	0 00	LT	Y
105 0000 PAYPAL HOLDINGS INC - 70450Y103 - MINOR = 43							
SOLD		08/20/2015	3790 73				
ACQ	105 0000	06/18/2015	3790 73	3805 35	-14 62	0 00	ST
70 0000 SCHLUMBERGER LTD COMMON STOCK - 806857108 - MINOR = 5020							
SOLD		12/17/2015	4879 08				
ACQ	70 0000	06/18/2015	4879 08	6250 10	-1371 02	0 00	ST
45 0000 SHERWIN WILLIAMS COMPANY COMMON STOCK - 824348106 - MINOR = 43							
SOLD		10/15/2015	10629 54				
ACQ	45 0000	01/15/2015	10629 54	12250 63	-1621 09	0 00	ST
80 0000 SKYWORKS SOLUTIONS INC COMMON STOCK - 83088M102 - MINOR = 43							
SOLD		04/16/2015	7657 80				
ACQ	80 0000	07/17/2014	7657 80	3729 22	3928 58	0 00	ST
220 0000 SOUTHWEST AIRLINES COMPANY COMMON STOCK - 844741108 - MINOR = 43							
SOLD		02/20/2015	9701 80				
ACQ	80 0000	05/15/2014	3527 93	1982 40	1545 53	0 00	ST
140 0000	11/21/2013	6173 87	2589 19	3584 68	0 00	LT	
250 0000 TYSON FOODS INC CLASS A COMMON STOCK - 902494103 - MINOR = 43							
SOLD		01/15/2015	9931 48				
ACQ	215 0000	02/21/2013	8541 07	5047 23	3493 84	0 00	LT
35 0000	04/18/2013	1390 41	825 43	564 98	0 00	LT	
220 0000 UGI CORPORATION NEW COMMON STOCK - 902681105 - MINOR = 43							
SOLD		05/22/2015	8063 88				
ACQ	220 0000	10/16/2014	8063 88	7620 36	443 52	0 00	ST
35 0000 UNION PACIFIC CORPORATION COMMON STOCK - 907818108 - MINOR = 43							
SOLD		02/20/2015	4244 33				
ACQ	24 0000	04/18/2013	2910 40	1709 68	1200 72	0 00	LT
11 0000	02/21/2013	1333 93	737 77	596 16	0 00	LT	
60 0000 UNION PACIFIC CORPORATION COMMON STOCK - 907818108 - MINOR = 43							
SOLD		05/22/2015	6270 21				
ACQ	39 0000	02/21/2013	4075 64	2615 71	1459 93	0 00	LT
21 0000	12/20/2012	2194 57	1319 69	874 88	0 00	LT	
59 0000 UNION PACIFIC CORPORATION COMMON STOCK - 907818108 - MINOR = 43							
SOLD		06/18/2015	6048 70				
ACQ	59 0000	12/20/2012	6048 70	3707 70	2341 00	0 00	LT
155 0000 VERIZON COMMUNICATIONS COMMON STOCK - 92343V104 - MINOR = 31001							
SOLD		04/16/2015	7613 80				
ACQ	155 0000	10/16/2014	7613 80	7391 33	222 47	0 00	ST
120 0000 WELLS FARGO & COMPANY NEW COMMON STOCK - 949746101							
SOLD		03/19/2015	6662 00				
ACQ	105 0000	06/19/2014	5829 25	5462 59	366 66	0 00	ST
15 0000	07/18/2013	832 75	664 91	167 84	0 00	LT	
458 0000 XEROX CORPORATION COMMON STOCK - 984121103 - MINOR = 43							
SOLD		02/20/2015	6286 57				
ACQ	458 0000	09/18/2014	6286 57	6388 60	-102 03	0 00	ST
190 0000 DELPHI AUTOMOTIVE PLC - G27823106 - MINOR = 54							
SOLD		05/22/2015	16593 42				
ACQ	150 0000	12/20/2012	13100 07	5401 52	7698 55	0 00	LT
40 0000	11/16/2012	3493 35	1287 58	2205 77	0 00	LT	
100 0000 DELPHI AUTOMOTIVE PLC - G27823106 - MINOR = 54							
SOLD		10/15/2015	8066 35				
ACQ	100 0000	11/16/2012	8066 35	3218 96	4847 39	0 00	LT
254 0000 MEDTRONIC PLC - G5960L103 - MINOR = 54							
SOLD		07/16/2015	19549 39				
ACQ	189 0000	01/27/2015	14546 59	14196 74	349 85	0 00	ST
65 0000	04/16/2015	5002 80	5032 12	-29 32	0 00	ST	
310 0000 MYLAN NV - N59465109 - MINOR = 54							
SOLD		03/19/2015	19542 10				
ACQ	310 0000	03/02/2015	19542 10	17888 55	1653 55	0 00	ST
TOTALS			442530 16	369792 97			