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Return of Private Foundation

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

OMB No 1545-0052

Form **990-PF****2015**Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation PLYM FOUNDATION		A Employer identification number 38-6069680
Number and street (or P.O. box number if mail is not delivered to street address) 202 S MICHIGAN STREET, SUITE 910	Room/suite	B Telephone number (see instructions) 574-287-5977
City or town, state or province, country, and ZIP or foreign postal code SOUTH BEND IN 46601		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 5,688,758	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, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	207,324	207,324		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	40,492			
b	Gross sales price for all assets on line 6a 1,576,647				
7	Capital gain net income (from Part IV, line 2)				
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	247,816	247,816	0	
13	Compensation of officers, directors, trustees, etc.	12,500			12,500
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 2	7,310	1,210		6,100
c	Other professional fees (attach schedule) STMT 3	62,602	52,602		10,000
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 4	17,498	10,998		6,500
24	Total operating and administrative expenses. Add lines 13 through 23	99,910	64,810	0	35,100
25	Contributions, gifts, grants paid	224,500			224,500
26	Total expenses and disbursements. Add lines 24 and 25	324,410	64,810	0	259,600
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-76,594			
b	Net investment income (if negative, enter -0-)		183,006		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (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		256,089	660,157	660,158
	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 (att. schedule) ▶				
		Less: allowance for doubtful accounts ▶	0			
	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) SEE STMT 5		3,597,575	3,564,654	3,999,445
	c	Investments – corporate bonds (attach schedule) SEE STMT 6		1,567,074	1,122,525	1,022,905
Liabilities	11	Investments – land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach sch.) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule) SEE STATEMENT 7		78,637	75,445	6,250
	14	Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach sch.) ▶				
	15	Other assets (describe ▶)	)			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		5,499,375	5,422,781	5,688,758
Net Assets or Fund Balances	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				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		5,499,375	5,422,781	
Net Assets or Fund Balances	30	Total net assets or fund balances (see instructions)		5,499,375	5,422,781	
	31	Total liabilities and net assets/fund balances (see instructions)		5,499,375	5,422,781	

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	5,499,375
2	Enter amount from Part I, line 27a	2	-76,594
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,422,781
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	5,422,781

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 STATEMENT FOR PART I, LINE 6A				
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

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	40,492
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	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	264,100	6,121,203	0.043145
2013	332,395	6,067,209	0.054785
2012	250,800	5,822,720	0.043073
2011	341,738	5,962,840	0.057311
2010	221,300	6,362,423	0.034782

2 Total of line 1, column (d)	2	0.233096
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	0.046619
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	5,867,243
5 Multiply line 4 by line 3	5	273,525
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,830
7 Add lines 5 and 6	7	275,355
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	259,600

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	3,660
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	3,660
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,660
6 Credits/Payments		
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	7,150
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	7,150
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,490
11 Enter the amount of line 10 to be Credited to 2016 estimated tax 3,490 Refunded	11	

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

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	Yes	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		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 ► **JAMES F KEENAN** Telephone no ► **574-287-5977**
202 S MICHIGAN ST, STE 910
 Located at ► **SOUTH BEND** IN ZIP+4 ► **46601**

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**

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? N/A	1c	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes	☒ No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A		5b
	Organizations relying on a current notice regarding disaster assistance check here	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b
	If "Yes" to 6b, file Form 8870			X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 8				

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
WALTER & KEENAN FINANCIAL CONSULTING SOUTH BEND 202 S MICHIGAN ST, STE 910 IN 46601	INVESTMENT SERV	74,601

Total number of others receiving over \$50,000 for professional services**0****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 N/A**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**Total. Add lines 1 through 3**Form **990-PF** (2015)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,482,469
b	Average of monthly cash balances	1b	467,873
c	Fair market value of all other assets (see instructions)	1c	6,250
d	Total (add lines 1a, b, and c)	1d	5,956,592
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	5,956,592
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	89,349
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,867,243
6	Minimum investment return. Enter 5% of line 5	6	293,362

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	293,362
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,660
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,660
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	289,702
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	289,702
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	289,702

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	259,600
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	259,600
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	259,600

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				289,702
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				18,852
e From 2014				
f Total of lines 3a through e	18,852			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 259,600				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2015 distributable amount				259,600
e Remaining amount distributed out of corpus	18,852			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				18,852
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				11,250
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)

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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 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))
N/A

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
N/A

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
JAMES F KEENAN 574-287-5977
202 S MICHIGAN ST, STE 910 SOUTH BEND IN 46601

b The form in which applications should be submitted and information and materials they should include
SEE STATEMENT 9

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
NONE

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)				
a Paid during the year SEE STATEMENT 10				224,500
Total			► 3a	224,500
b Approved for future payment FERNWOOD - FERNWOOD AT 50 INDIAN RIVER MEDICAL CENTER UNIVERSITY OF NOTRE DAME	NONE NONE NONE		GENERAL USE GENERAL USE GENERAL USE	300,000 30,000 60,000
Total			► 3b	390,000

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 of
- (1)** Cash
 - (2)** Other assets
- 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.

	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
N/A		

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.

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

**Sign
Here**

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

WILLIAM D HASLETT CPA

WILLIAM D HASLETT CPA

06/22/16

Firm's name ► **HASLETT & GAYNOR, P.C.**

PTIN

Firm's address ► ONE SOUTH FIFTH STREET
NILES, MI 49120

Firm's EIN ▶

Phone no **269-684-7300**

Form **990-PF** (2015)

Federal Statements**Form 990-PF - General Footnote****Description**

PAYMENTS TO DISQUALIFIED PERSON:

THE FOUNDATION MADE PAYMENTS TO WALTER & KEENAN FINANCIAL CONSULTING COMPANY. MR. JAMES F. KEENAN, AN OFFICER AND DIRECTOR OF THE FOUNDATION, IS THE SOLE SHAREHOLDER OF WALTER & KEENAN. SUCH PAYMENTS ARE AN EXCEPTION TO THE SELF-DEALING RULES SINCE THEY ARE FOR FINANCIAL CONSULTING AND NECESSARY FOR THE FOUNDATION TO CARRY OUT ITS EXEMPT PURPOSE. FURTHER, SUCH AMOUNTS ARE NOT EXCESSIVE.

6590 PLYM FOUNDATION

38-6069680

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	PURCHASE				
400 SOUTH32 LTD		5/18/15	6/02/15	\$ 3,271	PURCHASE	\$ 3,600	\$	\$	-329
6596.306 WILLIAM BLAIR MACRO		1/20/15	12/11/15	74,980	PURCHASE	80,218			-5,238
2000 ANNALY CAPIT 7.625% PFD		8/01/12	12/11/15	47,354	PURCHASE	51,540			-4,186
1000 BHP BILLITON LTD		2/13/12	10/05/15	33,878	PURCHASE	78,278			-44,400
240 CHEMOURS COMPANY		2/13/12	8/10/15	2,685	PURCHASE	3,092			-407
2000 GGGM BLITSHS 2015		2/24/12	12/31/15	51,482	PURCHASE	51,829			-347
2551 GOLDMAN SACHS STRATEGIC INCM FD		3/07/13	12/11/15	24,980	PURCHASE	26,814			-1,834
1500 JP MORGAN CHASE ALERIAN		2/13/12	8/07/15	52,190	PURCHASE	60,786			-8,596
2000 KINDER MORGAN INC		VARIOUS	12/11/15	32,506	PURCHASE	69,323			-36,817
2000 KKR FINL HLD 7.375%		2/25/13	5/01/15	51,772	PURCHASE	50,887			885
700 LOCKHEED MARTIN CORP		2/13/12	10/05/15	147,799	PURCHASE	61,683			86,116
3695.492 LOOMIS SAYLES BOND FUND		VARIOUS	12/11/15	49,980	PURCHASE	47,633			2,347
8000 NUVEEN FLOATG RATE INCM		VARIOUS	10/05/15	78,817	PURCHASE	94,341			-15,524
28033.743 PIMCO ALL ASSET		VARIOUS	1/07/15	253,125	PURCHASE	300,000			-46,875
8205.689 PIMCO FOREIGN BOND FD		VARIOUS	12/11/15	74,980	PURCHASE	81,698			-6,718
26390.869 PIMCO GLOBAL MULTI ASSET		11/17/08	1/07/15	286,585	PURCHASE	256,544			30,041
2000 SYSCO CORP		2/13/12	12/14/15	81,802	PURCHASE	58,527			23,275

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Whom Sold	Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
	Date Acquired	Date Sold	Sale Price					
4000 TEMPLETON GLOBAL INCOME	3/10/10	12/11/15	PURCHASE 25,326 \$		39,807 \$	\$	\$	-14,481
1800 UNILEVER PLC	2/13/12	12/14/15	PURCHASE 75,058		59,065			15,993
1700 WASTE MANAGEMENT INC	2/13/12	12/14/15	PURCHASE 87,936		60,490			27,446
CAPITAL GAIN DIV	12/30/14	12/31/14	PURCHASE 40,141					40,141
TOTAL			\$ 1,576,647	\$ 1,536,155	\$	0 \$	0 \$	40,492

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
HASLETT & GAYNOR PC	\$ 7,310	\$ 1,210	\$	\$ 6,100
TOTAL	\$ 7,310	\$ 1,210	\$ 0	\$ 6,100

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
WALTER & KEENAN FINANCIAL CONSUL	\$ 62,602	\$ 52,602	\$	\$ 10,000
TOTAL	\$ 62,602	\$ 52,602	\$ 0	\$ 10,000

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Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX ON INVESTMENT INCOME	\$	\$	\$	\$
TOTAL	\$ 0	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
OTHER EXPENSES	3,498	3,498		6,000
OFFICE MANAGEMENT TO WALTER & COUNCIL OF MICHIGAN FOUNDATIO	12,000	6,000		500
	2,000	1,500		
TOTAL	\$ 17,498	\$ 10,998	\$ 0	\$ 6,500

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
COLUMBIA ACORN INTL FD Z	\$ 99,654	\$ 99,654	COST	\$ 181,653
FIRST EAGLE SOGEN FD	235,651	235,651	COST	260,034
JP MORGAN ALERIAN MLP	60,786		COST	
POWERSHARES ETF INTL DIVIDEND	76,356	76,356	COST	67,900
WISDOMTREE EMERGING MARKETS	80,408	114,830	COST	79,100
OPPENHEIMER DEVELOPING		50,000	COST	51,230
AT&T INC	60,167	60,167	COST	68,820
ALTRIA GROUP INC	59,115	59,115	COST	87,315
AMERICAN EXPRESS		46,406	COST	41,730
BHP BILLITON LTD	78,278		COST	
BLACKROCK INC	48,065	48,065	COST	85,130
BP PLC	51,331	51,331	COST	37,512
CISCO SYSTEMS INC	54,707	78,926	COST	92,327
CONOCOPHILLIPS	50,486	50,486	COST	42,021

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Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
DU PONT	\$ 60,810	\$ 57,718	COST	\$ 79,920
DUKE ENERGY CORP	58,813	58,813	COST	65,393
EXELON CORP	58,836	58,836	COST	41,655
GENERAL ELECTRIC CO	61,918	61,918	COST	101,238
GLAXOSMITHKLINE PLC	92,215	92,215	COST	80,700
HSBC HOLDINGS PC	60,110	60,110	COST	53,284
IBM CORP		52,225	COST	48,167
INTEL CORP	61,371	61,371	COST	79,235
JOHNSON & JOHNSON	64,646	64,646	COST	102,720
KINDER MORGAN INC	69,323		COST	
LILLY ELI & CO	58,249	58,249	COST	126,390
LOCKHEED MARTIN CORP	61,683		COST	
MARSH & MCLENNAN	1,359	1,359	COST	166,350
MATTEL INC	103,510	103,510	COST	81,510
MCDONALDS CORP		50,629	COST	59,070
MICROSOFT CORP	76,531	76,531	COST	138,700
NATIONAL GRID PLC	50,234	50,234	COST	69,540
PEPSICO INC	63,696	63,696	COST	99,920
PROCTER & GAMBLE	64,217	64,217	COST	79,410
QUALCOMM INC	73,345	95,848	COST	69,979
ROYAL DUTCH SHELL A ADRF	65,528	65,528	COST	41,211
SCHLUMBERGER LTD	51,235	51,235	COST	48,825
SYSCO CORP	58,527		COST	
UNILEVER PLC	59,065		COST	
VERIZON COMMUNICATIONS	61,061	61,061	COST	73,952
WALMART STORES INC	52,509	52,509	COST	42,910
WALT DISNEY CO		51,921	COST	52,540
WELLS FARGO & CO		47,164	COST	48,924
WASTE MANAGEMENT INC	60,490		COST	
PRIMECAP ODYSSEY AGGR GROWTH		159,487	COST	160,931
AQR DIVERSIFIED ARBITRAGE	150,000	150,000	COST	125,097
AQR MANAGED FUTURES		159,122	COST	149,186
AQR STYLE PREMIA		105,498	COST	99,735
BLACKSTONE/GSO	57,009	57,009	COST	40,440
HEALTH CARE REIT INC	57,196		COST	
PERMANENT PORTFOLIO	236,610	236,610	COST	208,226
PIMCO ALL ASSET FUND	300,000		COST	

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Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PIMCO GLOBAL MULTI ASSET FD	\$ 256,544		COST	\$
STARWOOD PROPERTY TRUST INC	35,931	35,931	COST	41,120
WELLTOWER INC		57,196	COST	68,030
WILLIAM BLAIR MACRO		171,271	COST	160,365
TOTAL	\$ 3,597,575	\$ 3,564,654		\$ 3,999,445

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
2000 ANNALY CAP MANAGEMENT 7.625%	\$ 51,540		COST	\$
2000 KKR FINANCIAL HOLDINGS 7.375%	50,887		COST	
2000 REALTY INCOME PFD 6.625%	50,869	50,869	COST	52,980
4000 WELLS FARGO BANK 5.85%	96,939	96,939	COST	104,480
BABSON CAPITAL GLOBAL	47,419	47,419	COST	32,980
CALAMOS CONV OPP FUND	88,773	88,773	COST	69,370
LOOMIS SAYLES BD CL 1	182,933	135,300	COST	135,200
GOLDMAN SACHS STRATEGIC INCOME	203,968	177,154	COST	162,136
GUGGENHEIN BLT 2015 ETF	51,829		COST	
ISHARES CORPORATE BOND	116,355	116,355	COST	114,010
NUVEEN FLOATING RATE INC OPP	94,341		COST	
PIMCO FOREIGN BOND FUND	286,693	204,995	COST	186,129
POWERSHARES ETF COMPOSITE	75,216	75,216	COST	64,020
TEMPLETON GLOBAL INCOME	169,312	129,505	COST	101,600
TOTAL	\$ 1,567,074	\$ 1,122,525		\$ 1,022,905

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Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
100000 LEHMAN BROS BANKRUPTCY CLAIM	\$ 78,637	\$ 75,445	COST	\$ 6,250
TOTAL	\$ 78,637	\$ 75,445		\$ 6,250

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
J ERIC PLYM PO BOX 3910 VERO BEACH FL 32963	PRESIDENT	2.00	2,500	0	0
KATE CAMPBELL 1509 INNER DRIVE NILES MI 49120	TRUSTEE	2.00	2,500	0	0
JAMES F KEENAN 21640 RAVENNA DRIVE SOUTH BEND IN 46628	SECRETARY/TR	2.00	0	0	0
LINDA PLYM 75 PERRY ST UNIT 2A NEW YORK NY 10014	TRUSTEE	2.00	2,500	0	0
ROBERT RANDALL PLYM 4616 MAGNOLIA BRIDGE ROAD CHARLOTTE NC 28210	TRUSTEE	2.00	2,500	0	0
JOHN E PLYM JR 91 CENTRAL PARK WEST #14C NEW YORK NY 10023	TRUSTEE	2.00	2,500	0	0

Federal Statements**Statement 9 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description

SUBMIT A WRITTEN REQUEST. INCLUDE COMPLETE DETAILS ABOUT THE ORGANIZATION, THE PURPOSE OF THE REQUEST AND THE INTENDED USE OF THE GRANT PROCEEDS.

Form 990-PF, Part XV, Line 2c - Submission DeadlinesDescription

NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or LimitationsDescription

NONE

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name Address	Relationship	Address Status	Purpose	Amount
THE 5 GYRES INSTITUTE	NONE		GENERAL USE	1,200
BABY BUNDLES	NONE		GENERAL USE	3,000
BLINK NOW FOUNDATION	NONE		GENERAL USE	2,200
BROOKLYN MUSEUM	NONE		GENERAL USE	1,000
CITY OF NILES DDA	NONE		HUNTER ICE FESTIVAL	5,000
DRUMMOND ISLAND YACHT HAVEN	NONE		GENERAL USE	5,000
FERNWOOD - FERNWOOD AT 50	NONE		GENERAL USE	50,000
FERNWOOD	NONE		TRAIN BRIDGE	1,000
FRIENDS SEMINARY	NONE		GENERAL USE	6,000
FRIENDS SEMINARY	NONE		PA HOLIDAY FUND	2,000
GIRLS HOPE BOYS HOPE OF NY	NONE		GENERAL USE	10,000
GUARDIANS FOR NEW FUTURE	NONE		GENERAL USE	500
HARVARD BUSINESS SCHOOL	NONE		GENERAL USE	250
HILLSDALE COLLEGE	NONE		LAUREATES	15,000
HOLY TRINITY CATHOLIC MIDDLE SCHOOL	NONE		GENERAL USE	2,000
HUMANE SOCIETY OF VERO BEACH	NONE		GENERAL USE	500
INDIAN RIVER COMM FOUNDATION	NONE		GENERAL USE	1,000

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
INDIAN RIVER HABITAT FOR HUMANITY	NONE					GENERAL USE	2,500
INDIAN RIVER MEDICAL CENTER	NONE					GENERAL USE	10,000
ISABELLA SANTOS FOUNDATION	NONE					GENERAL USE	3,000
KINDERMOURN	NONE					GENERAL USE	2,500
LAKELAND HOSPITAL	NONE					EMERGENCY DEPT	10,000
LION GUARDIANS US	NONE					GENERAL USE	2,200
MCINTIRE SCHOOL FOUNDATION	NONE					GENERAL USE	250
MAKE A WISH FOUNDATION	NONE					GENERAL USE	5,000
NEW VENTURE FUND	NONE					GENERAL USE	2,200
NEW YORK WOMEN IN FILM & TV	NONE					GENERAL USE	1,000
NILES-BUCHANAN MEALS ON WHEELS	NONE					GENERAL USE	2,000
NILES RIVERFRONT OPTIMIST CLUB	NONE					BLUEGRASS FESTIVAL	5,000
RANDALLS ISLAND PARK ALLIANCE	NONE					GENERAL USE	500
ST EDWARDS SCHOOL	NONE					GENERAL USE	5,000
ST GABRIEL CATHOLIC SCHOOL PTO	NONE					GENERAL USE	8,000
SHINING HOPE FOR COMMUNITIES	NONE					GENERAL USE	2,200
THERAPEUTIC EQUESTRIAN CENTER	NONE					GENERAL USE	8,000

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
Address							
UNIVERSITY OF NOTRE DAME				NONE		GENERAL USE	30,000
VICTORY KIDS				NONE		GENERAL USE	500
WINGS WORLDQUEST				NONE		GENERAL USE	5,000
YALE UNIVERSITY				NONE		GENERAL USE	9,000
YMCA OF GREATER CHARLOTTE				NONE		GENERAL USE	5,000
TOTAL							<u>224,500</u>