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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2015

Open to Public Inspection

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

Name of foundation WEATHERSPOON CHARITABLE FOUNDATION ATTN MOLLY SCARBROUGH		A Employer identification number 42-1324028	
Number and street (or P O box number if mail is not delivered to street address) Room/suite 2100 FOREST TRAIL		B Telephone number (see instructions) (512) 810-9775	
City or town, state or province, country, and ZIP or foreign postal code AUSTIN, TX 78703		C If exemption application is pending, check here <input 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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,412,139		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		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)	0			
	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	118,130	118,130		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	49,980			
	b Gross sales price for all assets on line 6a _____ 380,110				
	7 Capital gain net income (from Part IV, line 2)		49,980		
	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)	2	2			
12 Total. Add lines 1 through 11	168,112	168,112			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	138	0		138
	b Accounting fees (attach schedule).	10,450	5,225		5,225
	c Other professional fees (attach schedule)	8,116	8,116		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	6,010	1,077		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	14,164	5,215		8,946
	24 Total operating and administrative expenses. Add lines 13 through 23	38,878	19,633		14,309
	25 Contributions, gifts, grants paid	216,705			216,705
26 Total expenses and disbursements. Add lines 24 and 25	255,583	19,633		231,014	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-87,471				
b Net investment income (if negative, enter -0-)		148,479			
c Adjusted net income (if negative, enter -0-)					

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				
	2	Savings and temporary cash investments	74,803	64,611	64,611	
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	1,538,448	1,336,334	3,402,436	
	c	Investments—corporate bonds (attach schedule)	50,000	100,005	99,625	
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans.				
	13	Investments—other (attach schedule)	720,110	794,940	845,467	
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)					
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,383,361	2,295,890	4,412,139		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule).				
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds	0	0		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0		
	29	Retained earnings, accumulated income, endowment, or other funds	2,383,361	2,295,890		
30	Total net assets or fund balances (see instructions)	2,383,361	2,295,890			
31	Total liabilities and net assets/fund balances (see instructions)	2,383,361	2,295,890			

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,383,361
2	Enter amount from Part I, line 27a	2	-87,471
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,295,890
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,295,890

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	PUBLICLY TRADED SECURITIES	P		
b	K-1 ENERGY TRANSFER PARTNERS LP - NET SEC 1231	P		
c	CAPITAL GAINS DIVIDENDS	P		
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 341,325		332,070	9,255
b			1,940
c 38,785			38,785
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			9,255
b			1,940
c			38,785
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	49,980
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 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	395,511	4,761,644	0.083062
2013	222,649	4,183,646	0.053219
2012	95,955	3,874,359	0.024767
2011	99,816	3,346,502	0.029827
2010	180,065	2,973,174	0.060563

2	Total of line 1, column (d).	2	0.251438
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	0.050288
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	4,724,913
5	Multiply line 4 by line 3.	5	237,606
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,485
7	Add lines 5 and 6.	7	239,091
8	Enter qualifying distributions from Part XII, line 4.	8	231,014

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 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,970
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	2,970
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,970
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868).	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	4,000
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,030
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 1,030 Refunded <input type="checkbox"/>	11	0

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?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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?	6	Yes	
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>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IA _____			
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>	8b	Yes	
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>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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 MOLLY SCARBROUGH Telephone no (512) 810-9775 Located at 2100 FOREST TRAIL AUSTIN TX ZIP+4 78703
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 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? 16 Yes No
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

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.

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)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?. 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?. Yes No
If "Yes," list the years 20__, 20__, 20__, 20__
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions). 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20__, 20__, 20__, 20__
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
See Additional Data Table				

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	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. Yes No 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. 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 NONE	0
2	
3	
4	

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

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

Total. Add lines 1 through 3 0

Part X Minimum Investment Return

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	4,654,230
b	Average of monthly cash balances.	1b	142,636
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,796,866
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	4,796,866
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	71,953
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,724,913
6	Minimum investment return. Enter 5% of line 5.	6	236,246

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	236,246
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	2,970
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,970
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	233,276
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	233,276
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	233,276

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	231,014
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	231,014
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	231,014

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				233,276
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				120,822
f Total of lines 3a through e.	120,822			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>231,014</u>				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				231,014
e Remaining amount distributed out of corpus			0	
5 Excess distributions carryover applied to 2015 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	2,262			2,262
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	118,560			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	118,560			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				118,560
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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information(continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 216,705
b <i>Approved for future payment</i>				
Total				3b 0

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
ANDREW MACDONALD 2100 FOREST TRAIL AUSTIN, TX 78703	PRESIDENT 1 00	0	0	0
JOANNA ANDERSON 2100 FOREST TRAIL AUSTIN, TX 78703	VICE PRESIDENT 1 00	0	0	0
STEVE BAZANT 2100 FOREST TRAIL AUSTIN, TX 78703	SECRETARY 1 00	0	0	0
MOLLY SCARBROUGH 2100 FOREST TRAIL AUSTIN, TX 78703	TREASURER 1 00	0	0	0
JAMES BOWDEN 2100 FOREST TRAIL AUSTIN, TX 78703	BOARD MEMBER 1 00	0	0	0
JACQUELINE REINEKE 2100 FOREST TRAIL AUSTIN, TX 78703	BOARD MEMBER 1 00	0	0	0
MARY BOWDEN 2100 FOREST TRAIL AUSTIN, TX 78703	BOARD MEMBER 1 00	0	0	0
MARTHA STEVENSON 2100 FOREST TRAIL AUSTIN, TX 78703	BOARD MEMBER 1 00	0	0	0
JENNIE LEHL 2100 FOREST TRAIL AUSTIN, TX 78703	BOARD MEMBER 1 00	0	0	0
KRISTEN MACDONALD 2100 FOREST TRAIL AUSTIN, TX 78703	BOARD MEMBER 1 00	0	0	0
SUSAN STEVENSON 2100 FOREST TRAIL AUSTIN, TX 78703	BOARD MEMBER 1 00	0	0	0
SARA CHRISTIE 2100 FOREST TRAIL AUSTIN, TX 78703	BOARD MEMBER 1 00	0	0	0

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)				
a <i>Paid during the year</i>				
A SAFE PLACE INC PO BOX 19454 AUSTIN,TX 78760	NONE	PC	GENERAL OPERATING BUDGET	1,670
ALPINE ASCENTS FOUNDATION 109 W MERCER ST SEATTLE,WA 98119	NONE	PC	GENERAL OPERATING BUDGET	11,000
AMIGOS DE LAS AMERICAS 5618 STAR LANE HOUSTON,TX 77057	NONE	PC	GENERAL OPERATING BUDGET	6,000
AUSTIN COMMUNITY COLLEGE FOUNDATION 5930 MIDDLE FISKVILLE RD AUSTIN,TX 78752	NONE	PC	AUSTIN HIGH SCHOOL WELL WISHERS SCHOLARSHIP	5,000
CARITAS OF AUSTIN PO BOX 1947 AUSTIN,TX 78752	NONE	PC	GENERAL OPERATING BUDGET	4,000
CASCADIA BEHAVIORAL HEALTHCARE INC PO BOX 8459 PORTLAND,OR 97207	NONE	PC	HOUSING AND HOMELESS SERVICES	9,335
CHARTED BOARD PARTNERS 1638 R STREET NW SUITE 300 WASHINGTON,DC 20009	NONE	PC	GENERAL OPERATING BUDGET	1,000
DOCTORS WITHOUT BORDERS USA INC 333 7TH AVE NEW YORK,NY 100015004	NONE	PC	GENERAL OPERATING BUDGET	5,000
EL BUEN PASTOR EARLY CHILDHOOD EDUCATION CENTER 1208 WILLOW STREET AUSTIN,TX 78703	NONE	PC	GENERAL OPERATING BUDGET	17,335
FAITH PRESBYTERIAN CHURCH 1314 E OLTORF AUSTIN,TX 78704	NONE	PC	FAITH FOOD PANTRY	1,670
FAMILY BUILDING BLOCKS 2425 LANCASTER DRNE SALEM,OR 97305	NONE	PC	GENERAL OPERATING BUDGET	1,670
FOUNDATION COMMUNITIES INC 3036 S 1ST ST AUSTIN,TX 78704	NONE	PC	GENERAL OPERATING BUDGET	5,000
FRIENDS OF SILVER FALLS STATE PARK INC 20024 SILVER FALLS HWY SE SUBLIMITY,OR 97385	NONE	PC	CAPITAL IMPROVEMENTS	10,000
GREATER BOSTON FOOD BANK 70 S BAY AVE BOSTON,MA 02118	NONE	PC	GENERAL OPERATING BUDGET	5,000
IOWA STATE UNIVERSITY FOUNDATION 2505 UNIVERSITY BLVD PO BOX 2230 AMES,IA 50010	NONE	PC	MARGARET WEATHERSPOON ADULT STUDENT SCHOLARSHIP AWARD	3,670
Total			3a	216,705

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)				
a <i>Paid during the year</i>				
JOHNSTON PARTNERSHIP FOR A HEALTHY COMMUNITY INC PO BOX 975 JOHNSTON,IA 50131	NONE	PC	GENERAL OPERATING BUDGET	14,670
JOHNSTON STATION HISTORICAL SOCIETY 6161 NORTHGLENN DRIVE JOHNSTON,IA 50131	NONE	PC	GENERAL OPERATING BUDGET	4,000
JUVENILE DIABETES RESEARCH FOUNDATION 60 WALNUT STREET WELLESELY HILLS,MA 02481	NONE	PC	GENERAL OPERATING BUDGET	5,000
MANOS DE CRISTO INC 4911 HARMON AVE AUSTIN,TX 78751	NONE	PC	GENERAL OPERATING BUDGET	2,000
MASSACHUSETTS GENERAL HOSPITAL 100 CAMBRIDGE STREET 13TH FLOOR BOSTON,MA 02114	NONE	PC	GENERAL OPERATING BUDGET	3,000
MEALS ON WHEELS ASSOCIATION OF AMERICAN 3227 EAST 5TH STREET AUSTIN,TX 78702	NONE	PC	GENERAL OPERATING BUDGET	9,335
MEMORIAL LUTHERAN CHURCH 905 CHEROKEE STREET NEVADA,IA 502011710	NONE	PC	NEVADA COMMUNITY CUPBOARD	6,670
MOBILE LOAVES AND FISHES 5524 BEE CAVES RD BLDG M AUSTIN,TX 78746	NONE	PC	GENERAL OPERATING BUDGET	5,000
NAHANT PRESERVATION TRUST PO BOX 30 NAHANT,MA 01908	NONE	PC	GENERAL OPERATING BUDGET	1,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY GREATER NEW ENGLAND CHAPTER 101A FIRST AVENUE SUITE 6 WALTHAM,MA 02451	NONE	PC	GENERAL OPERATING BUDGET	5,000
NEVADA COMMUNITY SCHOOL DISTRICT 1035 15TH ST NEVADA,IA 50201	NONE	PC	COLLEGE SCHOLARSHIP FUND	12,000
NORTH SHORE ELDER SERVICES INC 300 ROSEWOOD DRIVE SUITE 200 DANVERS,MA 01923	NONE	PC	GENERAL OPERATING BUDGET	5,000
PARTNERS IN HEALTH PO BOX 996 FREDERICK,MD 21705	NONE	PC	GENERAL OPERATING BUDGET	5,000
PINES & PRAIRIES LAND TRUST 106 CONFERENCE DR 2A BASTROP,TX 78602	NONE	PC	GENERAL OPERATING BUDGET	2,500
RAW ART WORKS INC 37 CENTRAL SQUARE LYNN,MA 01901	NONE	PC	GENERAL OPERATING BUDGET	3,500
Total				216,705

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)				
a <i>Paid during the year</i>				
STARK NAKED THEATRE COMPANY 1126C WEST 17TH STREET HOUSTON, TX 77008	NONE	PC	GENERAL OPERATING BUDGET	5,000
SWAMPSCOTT PATRONS OF PERFORMING STUDENTS INC 12 ELWIN ST SWAMPSCOTT, MA 01907	NONE	PC	SHS MUSICAL	4,000
THE GROTTO PO BOX 20008 PORTLAND, OR 97294	NONE	PC	GENERAL OPERATING BUDGET	4,000
TREGARON CONSERVANCY PO BOX 11351 WASHINGTON, DC 20008	NONE	PC	GENERAL OPERATING BUDGET	670
ZACH'S VOICE 9824 RIAS WAY AUSTIN, TX 78717	NONE	PC	GENERAL OPERATING BUDGET	2,500
BAILING OUT BENJI PO BOX 203 AMES, IA 50010	NONE	PC	GENERAL OPERATING BUDGET	2,670
REGIONAL ICE HOCKEY ASSOCIATION 12 MOUSECREEK CT HOWELL, NJ 07731	NONE	PC	MATTHEW SCHIEK MEMORIAL FUND	10,000
BARTON CENTER FOR DIABETES EDUCATION 30 ENNIS ROAD PO BOX 356 NORTH OXFORD, MA 015370356	NONE	PC	CAMP JOSLIN CAMPERSHIP FUND	4,840
COLUMBIA SPRINGS 12208 SE EVERGREEN HWY VANCOUVER, WA 98683	NONE	PC	GENERAL OPERATING BUDGET	3,000
SHELTER HOUSING CORP 225 S KELLOGG AVE AMES, IA 50010	NONE	PC	EMERGENCY RESIDENCE PROJECT	6,000
MASSACHUSETTS GENERAL HOSPITAL 125 NASHUA STREET SUITE 540 BOSTON, MA 02114	NONE	PC	RAGON FUND	3,000

Total 3a 216,705

TY 2015 Accounting Fees Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	10,450	5,225		5,225

TY 2015 Investments Corporate Bonds Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Name of Bond	End of Year Book Value	End of Year Fair Market Value
UBS FINANCIAL CORPORATE BONDS	100,005	99,625

TY 2015 Investments Corporate Stock Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION
 ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UBS FINANCIAL CORPORATE STOCK	1,336,334	3,402,436

TY 2015 Investments - Other Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION
 ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
UBS FINANCIAL MUTUAL FUNDS	FMV	762,974	811,737
UBS FINANCIAL OTHER SECURITIES	FMV	31,966	33,730

TY 2015 Legal Fees Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	138	0		138

TY 2015 Other Expenses Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES & ADR FEES	123	123		0
BOARD MEETING EXPENSES AND TRAVEL	9,940	994		8,946
K-1 ENERGY TRANSFER PARTNERS LP - CONTRIBUTIONS	3	0		0
K-1 ENERGY TRANSFER PARTNERS LP - ORDINARY LOSS	3,836	3,836		0
K-1 ENERGY TRANSFER PARTNERS LP - INTEREST EXPENSE	162	162		0
K-1 ENERGY TRANSFER PARTNERS LP - RENTAL LOSS	100	100		0

TY 2015 Other Income Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 ENERGY TRANSFER PARTNERS LP - ROYALTY INCOME	2	2	2

TY 2015 Other Professional Fees Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	8,116	8,116		0

TY 2015 Taxes Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	1,077	1,077		0
EXCISE TAX - 2014 BALANCE DUE	902	0		0
EXCISE TAX - 2015 ESTIMATE	4,000	0		0
EXCISE TAX - PRIOR YEAR AMOUNT DUE	31	0		0