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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 THE RHOADES-ROBINSON FUND		A Employer identification number 45-6633134
Number and street (or P O box number if mail is not delivered to street address) HUGHES HUBBARD REED 1 BATTERY PARK	Room/suite	B Telephone number (see instructions) (212) 837-6440
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 100041482		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) \$ 1,691,488	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.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	86	86		
	4 Dividends and interest from securities	41,163	41,163		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-6,255			
	b Gross sales price for all assets on line 6a 252,978				
	7 Capital gain net income (from Part IV, line 2)		0		
	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	34,994	41,249			
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)				
	b Accounting fees (attach schedule)	750	750		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,904	2,904		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	16,830	16,830		0
	24 Total operating and administrative expenses. Add lines 13 through 23	20,484	20,484		0
	25 Contributions, gifts, grants paid	102,500			102,500
26 Total expenses and disbursements. Add lines 24 and 25	122,984	20,484		102,500	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-87,990				
b Net investment income (if negative, enter -0-)		20,765			
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	79,744	56,983	56,983
	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)	1,279,742 <input checked="" type="checkbox"/>	1,235,933	1,383,469
	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)	286,820 <input checked="" type="checkbox"/>	265,400	251,036
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,646,306	1,558,316	1,691,488	
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	1,646,306	1,558,316	
	30 Total net assets or fund balances (see instructions)	1,646,306	1,558,316	
31 Total liabilities and net assets/fund balances (see instructions)	1,646,306	1,558,316		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,646,306
2	Enter amount from Part I, line 27a	2	-87,990
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,558,316
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	1,558,316

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	Date acquired	Date sold
		(b) P—Purchase D—Donation	(c) (mo, day, yr)	(d) (mo, day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
b				
c				
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	See Additional Data Table		
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	-6,255
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	64,802	1,780,686	0.036392
2013	11,886	1,285,505	0.009246
2012	0	886,482	0.000000
2011			
2010			

2	Total of line 1, column (d).	2	0.045638
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	0.015213
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	1,677,411
5	Multiply line 4 by line 3.	5	25,518
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	208
7	Add lines 5 and 6.	7	25,726
8	Enter qualifying distributions from Part XII, line 4.	8	102,500

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)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, total tax due, and overpayment. Total tax due is 208.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, political expenditures, changes in governing instruments, unrelated business income, and substantial contributors. Includes Yes/No columns.

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of SALISBURY BANK & TRUST COMPANY Telephone no (860) 435-9801 Located at 19 BISSELL STREET LAKEVILLE CT ZIP+4 06039
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 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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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)
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.
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?
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
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)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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. 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	
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	
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	1,641,297
b	Average of monthly cash balances.	1b	61,658
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,702,955
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	1,702,955
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	25,544
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,677,411
6	Minimum investment return. Enter 5% of line 5.	6	83,871

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	83,871
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	208
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	208
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	83,663
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	83,663
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	83,663

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	102,500
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	102,500
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	208
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	102,292

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				83,663
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			88,111	
b Total for prior years 2012, 20____, 20____		4,994		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 \$ 102,500				
a Applied to 2014, but not more than line 2a			88,111	
b Applied to undistributed income of prior years (Election required—see instructions).		4,994		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				9,395
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>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				74,268
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.	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

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

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)

	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 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
 THE RHOADES-ROBINSON FOUNDATION CO
 HUGES HUBBARD 1 BATTERY PK PLAZA
 NEW YORK, NY 10004
 (212) 837-6440

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

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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 102,500
b <i>Approved for future payment</i>				
Total				3b 0

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?

Table with columns Yes and No for various transaction types 1a(1) through 1c.

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.

Schedule table with columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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?

b If "Yes," complete the following schedule

Schedule table with columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Sign Here

Signature of officer or trustee: ***** Date: 2016-05-10 Title: *****

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

Paid Preparer Use Only

Preparer information fields: Print/Type preparer's name (SCOTT E MULHARE CPA), Preparer's Signature, Date (2016-05-10), Check if self-employed, PTIN (P00283419), Firm's name (BAKEWELL & MULHARE LLC), Firm's address (19 MAIN STREET NEW MILFORD, CT 06776), Firm's EIN (27-3305747), Phone no (860) 355-4076.

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CDK GLOBAL INC	P	2013-09-27	2015-01-02
CALIFORNIA RESOURCES CORP	P	2013-10-03	2015-01-16
CALIFORNIA RESOURCES CORP	P	2013-09-11	2015-01-16
CALIFORNIA RESOURCES CORP	P	2013-09-27	2015-01-16
DEERE & CO	P	2013-09-11	2015-06-23
DISCOVERY COMMUNICATIONS INC NEW COM SER A	P	2014-02-07	2015-05-21
GRAINGER W W INC	P	2014-01-28	2015-05-21
GRAINGER W W INC	P	2013-11-20	2015-05-21
MC CORMICK & CO INC	P	2013-09-27	2015-08-05
NOBLE ENERGY INC	P	2013-12-18	2015-05-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,960		4,121	1,839
82		164	-82
489		940	-451
82		163	-81
18,755		16,857	1,898
13,376		16,694	-3,318
12,290		11,912	378
24,579		25,599	-1,020
8,332		6,536	1,796
17,320		26,240	-8,920

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			1,839
			-82
			-451
			-81
			1,898
			-3,318
			378
			-1,020
			1,796
			-8,920

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
NOBLE ENERGY INC	P	2014-01-28	2015-05-21
OCCIDENTAL PETE CORP DEL	P	2013-09-11	2015-06-23
OCCIDENTAL PETE CORP DEL	P	2013-10-03	2015-06-23
OCCIDENTAL PETE CORP DEL	P	2013-09-27	2015-06-23
POTASH CORP SASK INC	P	2013-09-27	2015-08-05
REALTY INCOME CORP	P	2013-10-03	2015-06-23
REALTY INCOME CORP	P	2013-09-27	2015-06-23
VANGUARD SHORT-TERM INVESTMENT-GRADE ADM	P	2013-09-27	2015-06-23
WALGREENS BOOTS ALLIANCE, INC	P	2014-08-06	2015-08-05
WELLS FARGO & CO NEW	P	2013-09-11	2015-08-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,885		6,946	-2,061
23,711		26,042	-2,331
3,952		4,556	-604
3,952		4,548	-596
27,624		31,700	-4,076
9,009		7,985	1,024
36,038		32,240	3,798
21,320		21,420	-100
9,669		6,070	3,599
11,553		8,500	3,053

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			-2,061
			-2,331
			-604
			-596
			-4,076
			1,024
			3,798
			-100
			3,599
			3,053

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
KENNETH R PAGE ESQ ONE BATTERY PARK PLAZA NEW YORK, NY 100041482	TRUSTEE 1 00	0	0	0
ROBERT LOUCKS 1 MITCHELLTOWN ROAD EXT SHARON, CT 06069	TRUSTEE 1 00	0	0	0
TED DRUMM 21 STILL MEADOW ROAD SHARON, CT 06069	TRUSTEE 1 00	0	0	0
ALTON GOLDEN 22 UPPER MAIN STREET UNIT 2B SHARON, CT 06069	TRUSTEE 1 00	0	0	0
CHRIS TOMPKINS 9 MILLERTON ROAD SHARON, CT 06069	TRUSTEE 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>				
CHORE SERVICE 63 MAIN STREET SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	20,000
CHRIST CHURCH EPISCOPAL 9 S MAIN STREET SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	7,500
FIRST CONGREGATIONAL CHURCH OF SHARON 29 N MAIN STREET SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	7,500
REGION ONE REVOLVING FUND 246 WARREN TURNPIKE ROAD FALL VILLAGE, CT 06031	NONE	CHARITABLE	OPERATIONS	10,000
SHARON AMBULANCE SERVICES PO BOX 357 SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	7,500
SHARON COMMUNITY FOUNDATION PO BOX 385 SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	10,000
SHARON UNITED METHODIST CHURCH 112 UPPER MAIN STREET SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	7,500
SHARON VOLUNTEER FIRE DEPARTMENT INC PO BOX 357 SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	10,000
ST BERNARD'S CATHOLIC CHURCH 52 NEW STREET SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	7,500
THE LITTLE GUILD OF ST FRANCIS 285 SHARON GOSHEN TURNPIKE SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	5,000
SHARON DAYCARE CENTER INC 80 HILLTOP ROAD SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	5,000
TRIARTS SHARON PLAYHOUSE 49 AMENIA ROAD SHARON, CT 06069	NONE	CHARITABLE	OPERATIONS	5,000
Total				102,500

3a

TY 2015 Accounting Fees Schedule

Name: THE RHOADES-ROBINSON FUND

EIN: 45-6633134

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTANT FEES	750	750		0

TY 2015 Applied to Prior Year Election

Name: THE RHOADES-ROBINSON FUND

EIN: 45-6633134

Election: THE FOUNDATION IS MAKING AN ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2). THE REMAINING QUALIFYING DISTRIBUTIONS FOR TAX YEAR ENDED DECEMBER 31, 2015 IS BEING APPLIED TO THE UNDISTRIBUTED INCOME REMAINING FROM TAX YEAR ENDED DECEMBER 31, 2012 IN THE AMOUNT OF \$4,994.

TY 2015 Investments Corporate Stock Schedule**Name:** THE RHOADES-ROBINSON FUND**EIN:** 45-6633134

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS	37,153	44,910
ALPHABET INC	41,350	58,351
AMERICAN EXPRESS	32,377	27,820
AMPHENOL CORP	43,504	52,230
APPLE INC	46,294	42,104
AUTOMTAIC DATA PROCESSING INC	28,491	38,124
BERKSHIRE HATHAWAY INC CL B NEW	34,391	39,612
CALIFORNIA RESOURCES CORP	0	0
CATERPILLAR INC DEL	42,740	33,980
CDK GLOBAL INC	0	0
CHEVRON CORP	56,142	44,980
COLGATE PALMOLIVE CO	37,813	39,972
DANAHER CORP COMM	37,402	46,440
DEERE & CO	24,965	22,881
DISCOVER COMMUNICATIONS INC	0	0
GENERAL ELECTRIC CO	36,410	46,725
GOOGLE	0	0
GRAINGER WW INC	0	0
HONEYWELL INTERNATIONAL INC	33,414	41,428
JOHNSON & JOHNSON	35,303	41,088
LOWES COS INC	34,752	54,749
MCCORMICK & CO INC	32,485	42,780
MCDONALDS CORP	38,723	47,256
NIELSEN HLDG NV	0	0
NIKE INC	35,961	62,500
NOBLE ENERGY INC	0	0
OCCIDENTAL PETE CORP DEL	0	0
PEPSICO INC	31,892	39,968
POLARIS INDS INC	40,687	25,785
PROCTER & GAMBLE CO	34,778	35,735

Name of Stock	End of Year Book Value	End of Year Fair Market Value
REALTY INCOME CORP	0	0
UNION PACIFIC CORP	34,459	27,370
UNITED TECHNOLOGIES CORP	43,174	38,428
US BANCORP DEL	36,536	42,670
WALGREEN CO	24,280	34,062
WALT DISNEY COMPANY	38,334	63,048
WELL FARGO & CO NEW	33,231	43,488
WHOLE FOODS MARKET INC	30,998	26,800
NESTLE S A SPONSORED ADR	39,794	44,685
NIELSEN HOLDINGS PLC	21,542	23,300
NOVARTIS AG SPONSORED ADR	38,072	43,020
TE CONNECTIVITY LTD	34,811	32,305
POTASH CORP SASK INC	0	0
SCHLUMBERGER LTD	43,675	34,875

TY 2015 Investments - Other Schedule

Name: THE RHOADES-ROBINSON FUND

EIN: 45-6633134

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIDELITY FLOATING RATE HIGH INCOME	AT COST	86,460	79,356
VANGUARD SHORT-TERM INVESTMENT GRADE ADM	AT COST	107,100	105,600
RIDGEWORTH SEIX FLOATING RT HIGH INC	AT COST	71,840	66,080

TY 2015 Other Expenses Schedule

Name: THE RHOADES-ROBINSON FUND

EIN: 45-6633134

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	16,830	16,830		0

TY 2015 Taxes Schedule

Name: THE RHOADES-ROBINSON FUND

EIN: 45-6633134

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN WITHHOLDING TAX	1,208	1,208		0
EXCISE TAX	1,696	1,696		0