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Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

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.

For calendar year 2015 or tax year beginning 1/1/2015, and ending 12/31/2015

Name of foundation Fossil Foundation			A Employer identification number 46-1120769	
Number and street (or P O box number if mail is not delivered to street address) 901 S Central Expressway			B Telephone number (see instructions) (469)587-2827	
City or town Richardson	State TX	ZIP code 75080		
Foreign country name			Foreign postal code	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 37,235,849		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	633,060			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	40,510	40,510		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,249,214			
	b Gross sales price for all assets on line 6a 8,682,924				
	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				
Operating and Administrative Expenses	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	-575,644	40,510	0	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	46			46
	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)				
	24 Total operating and administrative expenses. Add lines 13 through 23	46	0	0	46
	25 Contributions, gifts, grants paid	3,778,210			4,633,210
	26 Total expenses and disbursements. Add lines 24 and 25	3,778,256	0	0	4,633,256
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-4,353,900			
	b Net investment income (if negative, enter -0-)		40,510		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

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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		714,736	2,081,480	2,081,480
	2	Savings and temporary cash investments		12,271,727	15,388,958	15,388,958
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ 19,765,411				
		Less: allowance for doubtful accounts ▶		29,458,287	19,765,411	19,765,411
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
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)		42,444,750	37,235,849	37,235,849	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable		855,000	3,258,765	
	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)		855,000	3,258,765	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
	24	Unrestricted		12,131,463	14,211,673	
	25	Temporarily restricted		29,458,287	19,765,411	
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	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				
	30	Total net assets or fund balances (see instructions)		41,589,750	33,977,084	
	31	Total liabilities and net assets/fund balances (see instructions)		42,444,750	37,235,849	

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	41,589,750
2	Enter amount from Part I, line 27a	2	-4,353,900
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	37,235,850
5	Decreases not included in line 2 (itemize) ▶ Amount of grants accrued but unpaid at year end	5	3,258,766
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	33,977,084

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	Public Traded Securities, Fossil Inc Common Stock, 5,981 shares	D	4/1/2015	6/1/2015
b	Public Traded Securities, Fossil Inc Common Stock, 86,036 shares	D	4/1/2015	6/3/2015
c	Public Traded Securities, Fossil Inc Common Stock, 28,018 shares	D	4/1/2015	6/3/2015
d	Public Traded Securities, Fossil Inc Common Stock, 440 shares	D	4/1/2015	6/8/2015
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 430,333		493,088	-62,755
b 6,201,527		7,092,922	-891,395
c 2,019,406		2,309,848	-290,442
d 31,659		36,281	-4,622
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	
3	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	-1,249,214

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	5,463,380	10,655,892	0.512710
2013	4,230,965	4,195,066	1.008557
2012			0.000000
2011			0.000000
2010			0.000000

2	Total of line 1, column (d)	2	1.521267
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	0.760634
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	16,625,305
5	Multiply line 4 by line 3	5	12,645,772
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	405
7	Add lines 5 and 6	7	12,646,177
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	4,633,256

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 <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			
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-)		810	
3	Add lines 1 and 2		0	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		810	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		810	
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	720	
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		720	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		90	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		0	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax Refunded		0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) Texas		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

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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? Yes No
 16 X

See the instructions for exceptions and filing requirements for FinCEN Form 114. 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.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	00	0		
	00	0		
	00	0		
	00	0		
	00	0		

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

(a) Name and address of each employee paid more than \$50,000	(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



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

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3	
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	15,596,441
b	Average of monthly cash balances	1b	1,282,041
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	16,878,482
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	16,878,482
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	253,177
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,625,305
6	Minimum investment return. Enter 5% of line 5	6	831,265

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	831,265
2a	Tax on investment income for 2015 from Part VI, line 5	2a	810
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	810
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	830,455
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	830,455
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	830,455

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	4,633,256
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	4,633,256
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,633,256

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				830,455
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20 <u>11</u> , 20 <u>12</u> , 20 <u>13</u>				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013	4,022,490			
e From 2014	4,931,094			
f Total of lines 3a through e	8,953,584			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>4,633,256</u>				
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				830,455
e Remaining amount distributed out of corpus	3,802,801			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	-12,756,385			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				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)				
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	12,756,385			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013	4,022,490			
d Excess from 2014	4,931,094			
e Excess from 2015	3,802,801			

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

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public – and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

See Attached Application Form

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

See Attached Application Form

c Any submission deadlines

N/A

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

See Attached Application Form

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AEMA SCCL 52 Renclusa Street L'Hospitalet De Llobregat Spain	Unrelated	PC	Programs to provide socioeducational/therapy assist to children and families at social risk	20,000
ALL STARS PROJECT, INC 543 WEST 42nd STREET NEW YORK, NY 10036	Unrelated	PC	Launch and expansion of the DSY leadership training program in NY & Dallas for underserved youth	50,000
ALLEY'S HOUSE 4113 JUNIUS DALLAS, TX 75246	Unrelated	PC	Pathway to Independence program and community outreach efforts for teenage mothers	12,500
BIG THOUGHT 1409 S LAMAR ST, SUITE 1015 DALLAS, TX 75215	Unrelated	PC	Dallas City of Learning initiative for underserved youth	500,000
BJORN SCHULZ STIFTUNG / IRMENGARDHO ELSENHEIMERSTR 28 MUNCHEN Germany	Unrelated	PC	Care room building project for critically ill youth	15,000
CAMFED USA FOUNDATION 465 CALIFORNIA STREET, SUITE 626 SAN FRANCISCO, CA 94104	Unrelated	PC	Education and social entrepreneurship for youth	300,000
COALITION FOR THE HOMELESS, INC 129 FULTON STREET NEW YORK, NY 10038	Unrelated	PC	Camp Homeward Bound, Counselor-in-Training (CIT) and Junior Counselor programs	10,000
COLLEGE SUMMIT, INC 1763 COLUMBIA RD NW WASHINGTON, DC 20009	Unrelated	PC	FutureCorps and Peer Leadership programs for underserved youth	300,000
DIGITAL DIVIDE DATA 115 W 30th STREET, SUITE 400 NEW YORK, NY 10001	Unrelated	PC	Innovative work/study program for disadvantaged youth in Southeast Asia and East Africa	250,000
EDUCATIONAL FIRST STEPS EFS 2815 GASTON AVENUE DALLAS, TX 75226	Unrelated	PC	Four Steps 20 early learning program for low income children	25,000
PAT & EMMITT SMITH CHARITIES 16000 NORTH DALLAS PKWY, STE 505 DALLAS, TX 75248	Unrelated	PC	Team 22 mentorship program for underserved youth	25,000
Total	See Attached Statement		3a	3,778,210
b Approved for future payment				
Ashoka 1700 NORTH MOORE STREET SUITE 2000 ARLINGTON, VA 22206	Unrelated	PC	Ashoka Fellows focused on youth empowerment	300,000
Collective Shift 140 S DEARBORN ST STE 1200 CHICAGO, IL 60603	Unrelated	PC	Year one grant to develop new Cities of LRNG online platform for underserved youth	700,000
Friends International 1920 GLENHAVEN AVE WALNUT CREEK, CA 94595	Unrelated	PC	Technical Training and employment placement for underserved youth	400,000
Helen Keller International 352 Park Avenue South, suite 1200 New York, NY 10010	Unrelated	PC	Year two of the Inclusive Education Program in Jakarta, Indonesia	101,695
Raise Foundation 706 MILITARY ROAD STE 4 LEVEL 1 MOSMAN Australia	Unrelated	PC	High school youth mentoring and leadership programs in Australia	32,070
Team Rubicon 300 N CONTINENTAL BLVD SUITE 100 EL SEGUNDO, CA 90245	Unrelated	PC	North Texas Tornado Disaster Relief	25,000
Total	See Attached Statement		3b	3,258,765

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	40,510	
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-1,249,214	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		0		-1,208,704	0
13	Total. Add line 12, columns (b), (d), and (e)				13	-1,208,704

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2015

Name of the organization

Fossil Foundation

Employer identification number

46-1120769

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization Fossil Foundation	Employer identification number 46-1120769
---	--

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FOSSIL PARTNERS, LP 901 S. CENTRAL EXPRESSWAY RICHARDSON TX 75080 Foreign State or Province _____ Foreign Country _____	\$ 400,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	KOSTA KARTSOTIS 901 S. CENTRAL EXPRESSWAY RICHARDSON TX 75080 Foreign State or Province _____ Foreign Country _____	\$ 233,060	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
Fossil Foundation

Employer identification number
46-1120769

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization Fossil Foundation	Employer identification number 46-1120769
---	--

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ 0

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	

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

Recipient(s) paid during the year

Name

EQUAL OPPORTUNITY SCHOOLS

Street

130 NICKERSON STREET SUITE 200

City SEATTLE	State WA	Zip Code 98109	Foreign Country
------------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Accelerating achievement of underserved high school students in advanced placement courses	Amount 400,000
--	--------------------------

Name

FIRST STEPS HIMALAYA

Street

18 SADDLEBACK RD, RD1

City NELSON	State	Zip Code	Foreign Country New Zealand
-----------------------	--------------	-----------------	---------------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Disaster relief for Nepal earthquake	Amount 5,000
--	------------------------

Name

FONDAZIONE THEODORA ONLUS

Street

PIAZZA BERTARELLI 2

City MILANO	State	Zip Code	Foreign Country Italy
-----------------------	--------------	-----------------	---------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Initial training of two new Dream Doctors to become specialized professionals in the pediatric hospital environment in Tunnand Rome	Amount 23,000
---	-------------------------

Name

FUNDACION THEODORA

Street

CRONOS 8, 4B

City MADRID	State	Zip Code	Foreign Country Spain
-----------------------	--------------	-----------------	---------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Youth outreach and education grant for hospitalized children	Amount 32,000
--	-------------------------

Name

GIRLS IN THE GAME NFP

Street

1501 RANDOLPH ST

City CHICAGO	State IL	Zip Code 60607	Foreign Country
------------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Athletic opportunities, health education, and leadership development for young underserved girls	Amount 66,375
--	-------------------------

Name

GIVING HAND LIMITED

Street

UNIT 1201, AON CHINA BLDG

City HONG KONG	State	Zip Code	Foreign Country Hong Kong
--------------------------	--------------	-----------------	-------------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Support for two Teach For Hong Kong fellows	Amount 25,800
---	-------------------------

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

Recipient(s) paid during the year

Name

GOODWEAVE INTERNATIONAL

Street

GOODWEAVE INTERNATIONAL 2001 S STREET NW STE 510

City WASHINGTON	State DC	Zip Code 20009	Foreign Country
---------------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Disaster relief for Nepal earthquake	Amount 35
--	---------------------

Name

HETRICK-MARTIN INSTITUTE INC

Street

2 ASTOR PLACE

City NEW YORK	State NY	Zip Code 10003-690	Foreign Country
-------------------------	--------------------	------------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Job Readiness Training and Arts and Culture programs for underserved and at-risk youth	Amount 50,000
--	-------------------------

Name

HONG KONG SOCIAL ENTREPRENEURSHIP F

Street

500 TUNG CHAU STREET

City CHUENG SHA WAN	State	Zip Code	Foreign Country Hong Kong
-------------------------------	--------------	-----------------	-------------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution University of the Future Train-the-Educator & pilot programs for underserved young people	Amount 40,000
---	-------------------------

Name

JA WORLDWIDE INC

Street

745 ATLANTIC AVE

City BOSTON	State MA	Zip Code 02111	Foreign Country
-----------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution JA China's enrichment educational programs for migrant school students	Amount 64,500
--	-------------------------

Name

LITTLE KIDS ROCK

Street

271 GROVE AVENUE, BLDG E2

City VERONA	State	Zip Code 07044	Foreign Country
-----------------------	--------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Music education and teacher development grant to empower underserved students	Amount 100,000
---	--------------------------

Name

MAGIC BUS INDIA FOUNDATION

Street

ROOM 5, II FLOOR, A WING, TODI ESTA

City MUMBAI	State	Zip Code	Foreign Country India
-----------------------	--------------	-----------------	---------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Implementation of the Magic Bus Adolescent Holistic Development Program	Amount 25,000
---	-------------------------

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

Recipient(s) paid during the year

Name

THE MARCUS GRAHAM PROJECT

Street

1409 S LAMAR STREET #108

City DALLAS	State TX	Zip Code 75215	Foreign Country
-----------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Transition MGP's summer boot camp program into a year-round talent incubation for students of color	Amount 25,000
---	-------------------------

Name

MOORELANDS COMMUNITY SERVICES

Street

250 MERTON STREET, SUITE 501

City TORONTO	State	Zip Code	Foreign Country
------------------------	--------------	-----------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Building Leaders After School Team (BLAST) program for underserved youth	Amount 10,000
--	-------------------------

Name

ONE ACRE FUND

Street

1742 TATUM ST

City FALCON HEIGHTS	State MN	Zip Code 55113	Foreign Country
-------------------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Resources for young farmers under 25 years old to run their farms like profit-generating enterprises	Amount 400,000
--	--------------------------

Name

PREMIERS DE CORDEE

Street

ZAC DU CORNILLON NORD

City SAINT DENIS DE LA PLAINE	State	Zip Code	Foreign Country India
---	--------------	-----------------	---------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Sport at Hospital athletic programs for hospitalized and disabled children	Amount 15,000
--	-------------------------

Name

PRO JUVENTUTE

Street

THURGAUERSTRASSE 39

City ZURICH	State	Zip Code	Foreign Country Switzerland
-----------------------	--------------	-----------------	---------------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution MyFutureJob program currently established in the central part of Switzerland and the implementation of the program in other regions of Switzerland	Amount 40,000
--	-------------------------

Name

REAL SCHOOL GARDENS

Street

1700 UNIVERSITY DR

City FORT WORTH	State TX	Zip Code 76107	Foreign Country
---------------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution New learning garden installation and teacher training programs for schools in the Evergreen Program	Amount 40,000
---	-------------------------

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

Recipient(s) paid during the year

Name

RIDE HIGH LIMITED

Street

THE DOVE HOUSE - THE AVENUE

City Beds	State	Zip Code	Foreign Country Canada
---------------------	--------------	-----------------	----------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Equine therapy and education for underserved youth	Amount 49,000
--	-------------------------

Name

ROOM TO READ

Street

P O BOX 29127

City SAN FRANCISCO	State CA	Zip Code 94129	Foreign Country
------------------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Literacy Program for underserved youth in India	Amount 300,000
---	--------------------------

Name

THE UNIVERSITY OF TOLEDO

Street

2801 WEST BANCROFT ST, MS455

City TOLEDO	State OH	Zip Code 43606	Foreign Country
-----------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Phase 2 expansion efforts to establish three student African American Brotherhood (SAAB) middle school chapters in Dallas County	Amount 50,000
--	-------------------------

Name

SHINE

Street

1 CHEAM ROAD

City EWELL VILLAGE	State	Zip Code	Foreign Country Switzerland
------------------------------	--------------	-----------------	---------------------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution SHINE on Saturday educational program for underachieving youth in the UK	Amount 50,000
--	-------------------------

Name

SOZIALDIENST KATHOLISCHER FRAUEN E

Street

SCHULSTR 8

City PREIN	State	Zip Code	Foreign Country
----------------------	--------------	-----------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Social outreach and therapy programs for at-risk youth who have experienced family violence	Amount 15,000
---	-------------------------

Name

STRIVE FOR COLLEGE COLLABORATIVE

Street

556 VALLEY WAY

City MILPITAS	State CA	Zip Code 95035	Foreign Country
-------------------------	--------------------	--------------------------	------------------------

Relationship Unrelated	Foundation Status PC
----------------------------------	--------------------------------

Purpose of grant/contribution Mentoring support for underserved high school students	Amount 50,000
--	-------------------------

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

Recipient(s) paid during the year

Name

TEACH 4 ALL MEXICO A C

Street

ARMSTERDAM 46-302 COLONIAL HIPOD

City

MEXICO CITY

State**Zip Code****Foreign Country**

Mexico

Relationship

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Development of Teach 4 All Mexico team to impact the lives of underserved youth

Amount

35,000

Name

URBAN ARTS PARTNERSHIP

Street

21 HOWARD ST FL 5

City

NEW YORK

State**Zip Code**

10013

Foreign Country**Relationship**

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Afterschool Academy program for 150 at-risk high school students in the New York City area

Amount

25,000

Name

WATER FOR PEOPLE

Street

100 E. TENNESSEE AVE.

City

DENVER

State

CO

Zip Code

80209

Foreign Country**Relationship**

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Water, sanitation and hygiene access and service to underserved youth in Nicaragua and Rwanda

Amount

250,000

Name

WEST AFRICA VOCATIONAL EDUCATION IN

Street

5627 RUATAN STREET

City

BERWYN HEIGHTS

State**Zip Code**

20740

Foreign Country**Relationship**

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Recruitment and development of educational staff to train underemployed young adults

Amount

35,000

Name

GOODWEAVE INTERNATIONAL

Street

2001 S STREET NW STE 510

City

WASHINGTON

State

DC

Zip Code

20009

Foreign Country**Relationship**

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Disaster relief for Nepal earthquake

Amount

25,000

Name

FIRST STEPS HIMALAYA

Street

18 SADDLEBACK RD, RD1

City

NELSON

State**Zip Code****Foreign Country**

New Zealand

Relationship

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Disaster relief for Nepal earthquake

Amount

25,000

Continuation of Part XV, Line 3b (990-PF) - Grants and Contributions Approved for Future Payment

Recipient(s) approved for future payments

Name

Camfed

Street

465 CALIFORNIA STREET, SUITE 626

City

SAN FRANCISCO

State

CA

Zip Code

94104

Foreign Country**Relationship**

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Education and skills training for underserved youth

Amount

300,000

Name

Collective Shift

Street

140 S DEARBORN ST STE 1200

City

CHICAGO

State

IL

Zip Code

60603

Foreign Country**Relationship**

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Year two grant to support local partner organizations implementing the new Cities of LRNG program for underserved youth

Amount

700,000

Name

Half the Sky Foundation (now One Sky)

Street

715 Hearst Avenue Suite 200

City

BERKELEY

State

CA

Zip Code

94710

Foreign Country**Relationship**

Unrelated

Foundation Status

PC

Purpose of grant/contribution

Train caregivers for orphanages and rural care centers in China and expansion into Vietnam

Amount

700,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

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

Amount									
Long Term CG Distributions									
Short Term CG Distributions									
Totals									
Capital Gains/Losses									
Other sales									
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Part I, Line 16c (990-PF) - Other Professional Fees

		46	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Bank Fees	46	0		0

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

		0	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1		0	0		

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

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

1	Amount of grants accrued but unpaid at year end	1	3,258,766
2	Total	2	3,258,766

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

	Date		Amount
1	Credit from prior year return	1	720
2	First quarter estimated tax payment	2	
3	Second quarter estimated tax payment	3	
4	Third quarter estimated tax payment	4	
5	Fourth quarter estimated tax payment	5	
6	Other payments	6	
7	Total	7	720

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

													0	0	0	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account					
1	RANDY BELCHER	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		CHAIRMAN	8.00	0	0	0					
2	STEVE EVANS	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	1.00	0	0	0					
3	JANIECE EVANS-PAGE	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	30.00	0	0	0					
4	MARTIN FREY	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	1.00	0	0	0					
5	RANDY HYNÉ	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR AND SECRETARY	1.00	0	0	0					
6	LISA LAPISKA	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	1.00	0	0	0					
7	ASHLEY NELSON	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	1.00	0	0	0					
8	RASHEED SHROFF	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	1.00	0	0	0					
9	JILL ELLIOTT SONES	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	1.00	0	0	0					
10	STEVE STREET	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	1.00	0	0	0					
11	MARY VONAHNEN	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR	1.00	0	0	0					
12	ALICIA WAGONER	X	901 S CENTRAL EXPRESSWAY	RICHARDSON	TX	75080		DIRECTOR AND TREASURER	1.00	0	0	0					



Fossil Foundation Grant Program Overview and Guidelines

The **Fossil Foundation** invests resources to create a world where underserved young people can discover life's possibilities. The Fossil Foundation partners with social entrepreneurial organizations whose innovations unleash the potential of underserved young people. Through these partnerships, the Fossil Foundation accelerates and scales the impact of organizations focused on innovative learning and career readiness with the goal of reshaping the systems that currently limit human potential.

To help social entrepreneur partners accelerate impact, the Fossil Foundation uniquely leverages Fossil Group's industry expertise. All of our learnings as a global company are leveraged, from supply chain expertise to branding knowledge and beyond.

Mission Statement

Our mission is to unleash human potential by accelerating and scaling the work of social entrepreneurs whose innovations empower underserved young people.

Grant Making Priorities

The Fossil Foundation partners with social entrepreneurs whose organizations meet the following criteria:

- Operate around a core innovation that is disruptive, scalable and/or involves systemic change.
- Primary mission is focused on **Innovative Learning** and/or **Career Readiness** programs targeting underserved young people, ages 24 and under
 - *Innovative Learning Programs*: Creative and/or non-traditional approaches that accelerate learning, including experiential learning, applied creativity, empathy skills, as well as mentor, peer and community engagement programs
 - *Career Readiness Programs*: Skills-based or vocational training, including digital literacy, entrepreneurial skills development and leadership development
- Strong evidence of impact and the potential to scale
- Strong internal systems and controls, as well as a viable plan for securing necessary funding
- Values align with the core values of Fossil (i.e. Be resourceful, relentless, passionate, creative, authentic)
- Demonstrated passion to partner deeply with Fossil Foundation

Grant Making Limitations

As a standard practice, the Fossil Foundation does not support:

- Organizations without 501(c)(3) status or the foreign country equivalent
- Organizations that do not comply with the Fossil Foundation's Non-Discrimination Policy
- Individuals
- Advertising, special events, dinner, telethons, benefits or similar fundraising events
- Religious or fraternal organizations for religious purposes
- Political causes, candidates or legislative lobbying efforts
- Organizations that operate or support activities that are counter to Fossil values



Proposal Cover Sheet

Please submit Proposal Cover Sheet, Proposal Narrative of **no more than 4 pages**, and Attachments via email to the Fossil Foundation to jmoore@fossil.com. Please title email as "**Fossil Foundation Proposal – ORGANIZATION NAME.**"

Organization Information

Legal name of organization (as stated on U.S. 501 (c)(3) or other official tax exempt status notification)		
EIN # (If applicable)		
Address		
City, State, Zip	Phone number	Fax
Web address		

Individual Contact

Name of Executive Director/Board President	Title
Direct dial phone #	E-mail address
Contact person (if different from Executive Director)	Title
Direct dial phone #	E-mail address

Fossil Foundation has a Non-Discrimination Policy that is in alignment with the policy of Fossil Group, Inc. (the "Corporation")

Projects or programs funded by the Foundation or by the Corporation's charitable giving programs must comply with the policy. Please affirm the following on behalf of your organization:

The tax exempt or charity organization that is receiving the grant/contribution does not discriminate on the basis of race, religion, age, gender, sexual orientation, national origin, disability, veteran status, marital status, or other prohibited factors and will use the Foundation's and/or Corporation's grant to support projects and programs consistent with the foregoing.

(Please check one)

- ☐ Yes, we affirm the policy
- ☐ No, we do not affirm the policy

Is your organization an IRS 501(c)(3) not-for-profit or an organization that is exempt from paying taxes? (Attach copy of current ruling letter.)

_____ Yes _____ No

If no, is your organization a public agency/unit of a government or religious institution?

_____ Yes _____ No

Amount and Type of Support Requested

The dollar amount of requested grant funds

\$ _____

Funds are being requested for

- ☐ General operating support ☐ Project support
- ☐ Both (please specify budget breakdown)

If a project, please provide the project's duration

_____ Month _____ Year to _____ Month _____ Year

If operating support, please provide timeframe, e.g. fiscal year

_____ Month _____ Year to _____ Month _____ Year

Authorization

Name of Executive Director and/or Board Chair

Signature

Proposal Narrative (2 to 3 pages preferred, and no more than 4 pages)

1. Organization Mission

2. Problem the organization is addressing, and the method or approach it uses to address this problem

3. Goals and Objectives

Please identify the top four goals and objectives of the organization for the current fiscal year

4. Major Accomplishments, Impacts and Challenges

- Summarize the organization's major accomplishments and challenges in the previous fiscal year
- Include **three to five core metrics** that are used to measure your organization's effectiveness and impact. Also include any that are specific to this grant application (program). Your organization will be asked to report the status of your outcomes relative to these metrics twice a year.

5. Engagement Summary

Please describe how Fossil Group employees can accelerate the impact of the proposed program (locally, regionally, globally) through skills-based volunteerism, a pro-bono engagement or other opportunities. **Please include a brief statement describing any Fossil Group employee engagement prior to this application. Please include the name of the main Fossil Group employee currently involved in your organization.**

6. Summary of how the requested funds will be used

7. Program Summary (relevant only if the grant is program related, not operational)

Please include a summary of the program's impact and implementation plan

8. International charities/organizations, please indicate whether your organization carries a U.S. 501(c)(3) status and/or if you have a current 501(c)(3) equivalency determination. Please note that organizations that do not carry a 501(c)(3) status or that have not established 501(c)(3) equivalency in the previous 12 months will be required to go through the equivalency determination process

ATTACHMENTS REQUIRED

- a. List of current officers and Board members
- b. 2 years of most recent audited financial statements
- c. Annual budget for organization, as well as project budget (if project support is requested)
- d. List of top ten major donors (excluding individual support)
- e. Copy of IRS tax exemption letter under Section 501(c)(3)