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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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation Herbert E. Tyler and Grace M. Tyler Foundation		A Employer identification number 46-1129838
Number and street (or P.O. box number if mail is not delivered to street address) 19 Coralburst Lane		B Telephone number 207-883-9752
City or town, state or province, country, and ZIP or foreign postal code Scarborough, ME 04074		C If exemption application is pending, check here <input type="checkbox"/>
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"/>
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) \$ 2,148,691.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		6,285.	6,285.		Statement 2
4 Dividends and interest from securities		27,763.	27,763.		Statement 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		31,105.			Statement 1
b Gross sales price for all assets on line 6a 333,635.					
7 Capital gain net income (from Part IV, line 2)			31,122.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		65,153.	65,170.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 4		2,100.	1,050.		1,050.
c Other professional fees Stmt 5		16,368.	16,368.		0.
17 Interest					
18 Taxes Stmt 6		440.	440.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		18,908.	17,858.		1,050.
25 Contributions, gifts, grants paid		106,250.			106,250.
26 Total expenses and disbursements. Add lines 24 and 25		125,158.	17,858.		107,300.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<60,005.>			
b Net investment income (if negative, enter -0-)			47,312.		
c Adjusted net income (if negative, enter -0-)				N/A	

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11-24-15

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

SCANNED MAY 18 2016

Operating and Administrative Expenses

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**Herbert E. Tyler and Grace M. Tyler
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		14,118.	68,738.	68,738.
	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				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock Stmt 7		2,237,919.	2,025,916.	2,025,916.
	c	Investments - corporate bonds				
	Liabilities	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other Stmt 8		0.	54,037.	54,037.
14		Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,252,037.	2,148,691.	2,148,691.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		2,252,037.	2,148,691.	
30	Total net assets or fund balances		2,252,037.	2,148,691.		
31	Total liabilities and net assets/fund balances		2,252,037.	2,148,691.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,252,037.
2	Enter amount from Part I, line 27a	2	<60,005.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,192,032.
5	Decreases not included in line 2 (itemize) ▶ Unrealized Loss on Investments	5	43,341.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,148,691.

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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 Publicly Traded Securities				
b Capital Gains Dividends				
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 312,238.		302,513.	9,725.	
b 21,397.			21,397.	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			9,725.	
b			21,397.	
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	31,122.
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) If (loss), enter -0- in Part I, line 8			3	N/A

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	94,858.	2,256,200.	.042043
2013	13,299.	2,118,399.	.006278
2012	0.	554,062.	.000000
2011			
2010			

2 Total of line 1, column (d)	2	.048321
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	.016107
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,165,591.
5 Multiply line 4 by line 3	5	34,881.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	473.
7 Add lines 5 and 6	7	35,354.
8 Enter qualifying distributions from Part XII, line 4	8	107,300.

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.

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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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 473.								
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).									
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2 0.								
3 Add lines 1 and 2	3 473.								
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4 0.								
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5 473.								
6 Credits/Payments:									
a 2015 estimated tax payments and 2014 overpayment credited to 2015 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld	<table border="1" style="width:100%; border-collapse: collapse;"> <tr><td style="width:10%;">6a</td><td>3,659.</td></tr> <tr><td>6b</td><td></td></tr> <tr><td>6c</td><td></td></tr> <tr><td>6d</td><td></td></tr> </table>	6a	3,659.	6b		6c		6d	
6a	3,659.								
6b									
6c									
6d									
7 Total credits and payments. Add lines 6a through 6d	7 3,659.								
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8								
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9								
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 3,186.								
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax 3,186. Refunded 0.	11 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?	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XIV	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>ME</u>			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► Grace M. Tyler Telephone no. ► 207-883-9752 Located at ► 19 Coralburst Lane, Scarborough, ME ZIP+4 ► 04074-7152		
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	N/A
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b 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	N/A	
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?		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 ► _____, _____, _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input 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)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
Herbert E. Tyler	Trustee			
19 Coralburst Lane				
Scarborough, ME 04074-7152	1.00	0.	0.	0.
Grace M. Tyler	Trustee			
19 Coralburst Lane				
Scarborough, ME 04074-7152	1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

▶ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	2,137,290.
b Average of monthly cash balances	1b	61,280.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	2,198,570.
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	2,198,570.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,979.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,165,591.
6 Minimum investment return. Enter 5% of line 5	6	108,280.

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		108,280.
2a Tax on investment income for 2015 from Part VI, line 5	2a	473.
b Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	473.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	107,807.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	107,807.
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	107,807.

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	107,300.
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	107,300.
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	5	473.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	106,827.

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.

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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				107,807.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			105,594.	
b Total for prior years:		0.		
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: ► \$ 107,300.				
a Applied to 2014, but not more than line 2a			105,594.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				1,706.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	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 instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				106,101.
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	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				

**Herbert E. Tyler and Grace M. Tyler
Foundation**

Form 990-PF (2015)

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

See Statement 9

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:

N/A

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

N/A

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:

N/A

**Herbert E. Tyler and Grace M. Tyler
Foundation**

Form 990-PF (2015)

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Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Alzheimers Foundation, Maine 383 Route One Scarborough, ME 04074	N/A	PC	General Operating Support	5,000.
Barbara Bush Children's Hospital Maine Medical Center, P.O. Box 10490 Portland, ME 04101	N/A	PC	General Operating Support	3,000.
Camp Sunshine 35 Acadia Road Casco, ME 04015	N/A	PC	General Operating Support	500.
Catherine McAuley High School 631 Stevens Avenue Portland, ME 04103	N/A	PC	General Operating Support	20,000.
American Institute of Philanthropy P.O. Box 578460 Chicago, IL 60657	N/A	PC	General Operating Support	50.
Total	See continuation sheet(s)			106,250.
b Approved for future payment				
None				
Total				0.

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | |
|--|-------|-----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | | Yes |
| | 1a(1) | |
| | 1a(2) | |
| | | |
| | 1b(1) | |
| | 1b(2) | |
| | 1b(3) | |
| | 1b(4) | |
| | 1b(5) | |
| | 1b(6) | |
| | 1c | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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.

Signature of officer or trustee

Date 15/9/16

Trustee

May the IRS discuss this return with the preparer shown below (see instr)?


☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Nicholas E. Porto

Preparer's signature


J. Noyes

Date

04/28/16

Check ☐ self-employed

PTIN

P01310283

Firm's name	Baker Newman & Noyes
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Firm's EIN ► 01-0494526

Firm's address ► P.O. Box 507
Portland, ME 04112

Phone no. (207) 879-2100

Form **990-PF** (2015)

Herbert E. Tyler and Grace M. Tyler
Foundation

46-1129838

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Children's Tumor Foundation 96 Pine Street, 16th Floor New York, NY 10005	N/A	PC	General Operating Support	2,500.
Friends of Volunteers in Medicine Clinic, Inc. 417 SE Balboa Avenue Stuart, FL 34994	N/A	PC	General Operating Support	250.
Good Shepherd Food Bank 3121 Hotel Road, Box 1807 Auburn, ME 04211	N/A	PC	General Operating Support	12,000.
House in the Woods, Inc. 2819 Lee Road Lee, ME 04455	N/A	PC	General Operating Support	1,000.
Jesus House of Hope 2484 SE Bonita Street Stuart, FL 34997	N/A	PC	General Operating Support	750.
JDRF-Child Diabetes Research 26 Broadway, 14th Floor New York, NY 10004	N/A	PC	General Operating Support	2,500.
Maine Cancer Foundation 170 U.S. Route 1, Suite 250 Falmouth, ME 04105	N/A	PC	General Operating Support	100.
Mercy Hospital 144 State Street Portland, ME 04101	N/A	PC	Hospice Suite (35,000); McAuley Residence (100)	35,100.
Michael J. Fox Foundation for Parkinson's Research Grand Central Station, P.O. Box 4777 New York, NY 10163	N/A	PC	General Operating Support	1,500.
Project G.R.A.C.E. P.O. Box 6846 Scarborough, ME 04070	N/A	PC	General Operating Support	2,050.
Total from continuation sheets				77,700.

Herbert E. Tyler and Grace M. Tyler
Foundation

46-1129838

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Roman Catholic Diocese of Portland P.O. Box 628 Lewiston, ME 04243	N/A	PC	Catholic Appeal	2,500.
Safe Net Ministries 86 Main Street, P.O. Box 93 Stafford Springs, CT 06076	N/A	PC	General Operating Support	350.
Salvation Army P.O. Box 3647 Portland, ME 04104	N/A	PC	General Operating Support	3,500.
Scarborough Public Library 48 Gorham Road Scarborough, ME 04074	N/A	PC	General Operating Support	1,000.
Society of St. Vincent De Paul Soup Kitchen Immaculate Conception 150 Hartley Street Portland, ME 04103	N/A	PC	General Operating Support	100.
Southern Maine Agency on Aging 136 Route One Scarborough, ME 04074	N/A	PC	General Operating Support	7,500.
St. Joseph's Convent & Hospital, Inc. 605 Stevens Avenue Portland, ME 04103	N/A	PC	General Operating Support	2,500.
St. Jude's Children's Hospital 501 St. Jude Place Memphis, TN 38105	N/A	PC	General Operating Support	1,500.
St. Maximilian Kolbe Parish 150 Black Point Road Scarborough, ME 04074	N/A	PC	General Operating Support	1,000.
Total from continuation sheets				

Form 990-PF	Gain or (Loss) from Sale of Assets	Statement	1
-------------	------------------------------------	-----------	---

(a) Description of Property	Manner		Date	
	Acquired	Acquired	Date Sold	
Publicly Traded Securities				
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
312,238.	302,530.	0.	0.	9,708.
Capital Gains Dividends from Part IV				21,397.
Total to Form 990-PF, Part I, line 6a				31,105.

Form 990-PF	Interest on Savings and Temporary Cash Investments	Statement	2
-------------	--	-----------	---

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
RBC Capital Markets, LLC	6,285.	6,285.	
Total to Part I, line 3	6,285.	6,285.	

Form 990-PF	Dividends and Interest from Securities	Statement	3
-------------	--	-----------	---

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
RBC Capital Markets, LLC	49,160.	21,397.	27,763.	27,763.	
To Part I, line 4	49,160.	21,397.	27,763.	27,763.	

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	2,100.	1,050.		1,050.
To Form 990-PF, Pg 1, ln 16b	2,100.	1,050.		1,050.

Form 990-PF Other Professional Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	16,368.	16,368.		0.
To Form 990-PF, Pg 1, ln 16c	16,368.	16,368.		0.

Form 990-PF Taxes Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes Paid	440.	440.		0.
To Form 990-PF, Pg 1, ln 18	440.	440.		0.

Form 990-PF Corporate Stock Statement 7

Description	Book Value	Fair Market Value
Corporate Stocks - See Statement 10	1,312,680.	1,312,680.
Fixed Income Securities - See Statement 10	713,236.	713,236.
Total to Form 990-PF, Part II, line 10b	2,025,916.	2,025,916.

Form 990-PF	Other Investments	Statement	8
-------------	-------------------	-----------	---

Description	Valuation Method	Book Value	Fair Market Value
Other Securities - See Statement 10	FMV	54,037.	54,037.
Total to Form 990-PF, Part II, line 13		54,037.	54,037.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement	9
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Name of Manager

Herbert E. Tyler
Grace M. Tyler

HERBERT TYLER
GRACE TYLER TTEES

INVESTMENT ACCESS
ACCOUNT STATEMENT
WITH PORTFOLIO FOCUS
DECEMBER 1, 2015 - DECEMBER 31, 2015
DUPLICATE COPY

ASSET DETAIL

The Estimated Annualized Income ("EAI") for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated. EAI is only an estimate of income generated by the investment and the actual income may be higher or lower. In the event the investment matures, is sold or called, the full EAI may not be realized.

* The Unrealized Gain/Loss may not reflect your investments' total return. Specifically, the net cost may include dividend and capital gains distributions which have been reinvested. Additionally, the information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.

Your Financial Advisor has elected to display Asset Detail with the following options: asset purchases (tax lots) listed individually, reinvested dividends and capital gains distributions consolidated, and the cost of reinvested dividends and capital gains distributions included.

RBC BRANCH SWEEP PROGRAM

Deposits in the RBC Branch Sweep Program are not insured by the Federal Deposit Insurance Corporation (FDIC). Securities Investor Protection Corporation (SIPC) or any governmental agency of the United States, Canada or any other jurisdiction. The Deposits in the RBC Branch Sweep Program are obligations of the Royal Bank of Canada, Three World Financial Center Branch located in New York (Branch) and the Royal Bank of Canada (RBC), and are not obligations of RBC Capital Markets LLC or any other RBC affiliates. The payment of principal and interest on Deposit Accounts at the Branch is subject to the creditworthiness of RBC. In the event of the failure of the Branch, you will be a general unsecured creditor of RBC. Deposit information is included on this statement solely as a service to our clients. Please refer to the RBC Branch Sweep Program Disclosure Statement and our website www.rbcuin-usa.com for more information regarding the merits and risks involved with electing the RBC Branch Sweep Program as your cash sweep option. For questions concerning Program balances, please contact your Financial Advisor.

DESCRIPTION	BANK BALANCE	CURRENT BALANCE	PREVIOUS STATEMENT BALANCE	YTD INCOME
RBC BRANCH SWEEP PROGRAM				
NOT SIPC OR FDIC COVERED				
RBSP UNINSURED DEPOSIT				

DEPOSITS ARE HELD AT				
RBC WFC Branch	New York, NY	\$59,686.76	\$60,017.47	\$148.10
TOTAL RBC BRANCH SWEEP PROGRAM		\$59,686.76		\$148.10

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
CASH				\$9,051.48		
TOTAL CASH AND MONEY MARKET				\$9,051.48		

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS	ESTIMATED ANNUALIZED INCOME
ALPHABET INC CLASS C CAPITAL STOCK	GOOG	75,000	\$758.880	\$56,916.00	07/29/13	\$33,039.95	\$23,876.05	
ALPHABET INC CLASS A COMMON STOCK	GOOGL	75,000	\$778.010	\$58,350.75	07/29/13	\$33,236.84	\$25,113.91	
AMAZON.COM INC	AMZN	150,000	\$675.890	\$101,383.50	06/07/13	\$41,102.27	\$60,281.23	
BIAGEN INC	BIIB	50,000	\$306.350	\$15,317.50	10/16/15	\$13,509.00	\$1,808.50	
CATERPILLAR INC	CAT	200,000	\$67.960	\$13,592.00	06/05/13	\$16,917.80	-\$3,325.80	\$616.00



INVESTMENT ACCESS ACCOUNT STATEMENT WITH PORTFOLIO FOCUS DECEMBER 1, 2015 - DECEMBER 31, 2015 DUPLICATE COPY

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US EQUITIES (continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
CHEVRON CORPORATION	CVX	300 000	\$89.960	\$26,988.00	08/23/13	\$35,777.55	-\$8,789.55	\$1,284.00
CITIGROUP INC COM	C	1,000 000	\$51.750	\$51,750.00	06/05/13	\$49,839.20	\$1,910.80	\$200.00
CLEARBRIDGE AGGRESSIVE GROWTH FUND CLASS I	SAGYX	777 872 604 230 127 636 46 006	\$204.150	\$158,802.57	06/19/13 01/13/14 Reinvest	\$134,468.87 \$100,000.00 \$25,000.00 \$9,468.87	\$24,333.70 \$23,353.56 \$1,056.89 -\$76.74	
COMCAST CORP CL A	CMCSA	400 000	\$56.430	\$22,572.00	02/27/14	\$20,523.20	\$2,048.80	\$400.00
DOW CHEMICAL COMPANY (THE)	DOW	1,250 000	\$51.480	\$64,350.00	06/19/13	\$43,136.50	\$21,213.50	\$2,300.00
DUFF & PHELPS GLOBAL UTILITY INCOME FUND INC	DPG	4,000 000	\$14.730	\$58,920.00	06/05/13	\$70,393.12	-\$11,473.12	\$5,600.00
EXXON MOBIL CORP	XOM	200 000	\$77.950	\$15,590.00	10/16/14	\$18,116.92	-\$2,526.92	\$584.00
FACEBOOK INC CL A	FB	300 000 200 000 50 000 50 000	\$104.660	\$31,398.00	02/27/14 05/14/14 10/16/15	\$21,733.60 \$13,909.60 \$3,011.00 \$4,813.00	\$9,664.40 \$7,022.40 \$2,222.00 \$420.00	
FIRST TR MLP & ENERGY INCOME FD COM	FEI	2,500 000	\$13.220	\$33,050.00	06/05/13	\$46,806.44	-\$13,756.44	\$3,550.00
ISHARES NASDAQ BIOTECHNOLOGY INDEX FD	IBB	50 000	\$338.330	\$16,916.50	10/16/15	\$15,748.00	\$1,168.50	\$4.60
MARATHON PETE CORP COM	MPC	600 000	\$51.840	\$31,104.00	07/29/13	\$21,597.00	\$9,507.00	\$768.00
MASTERCARD INCORPORATED	MA	1,000 000	\$97.360	\$97,360.00	06/05/13	\$56,138.08	\$41,221.92	\$760.00
NETFLIX COM INC	NFLX	210 000 140 000 70 000	\$114.380	\$24,019.80	05/14/14 10/16/14	\$10,590.60 \$7,063.20 \$3,527.40	\$13,429.20 \$8,950.00 \$4,479.20	
NUANCE COMMUNICATIONS INC	NUAN	750 000	\$19.890	\$14,917.50	04/08/14	\$12,254.10	\$2,663.40	
NUVEEN NASDAQ 100 DYNAMIC OVERWRITE FUND SHARES OF BENEFICIAL INTEREST	QQQX	4,000 000	\$19.370	\$77,480.00	06/05/13	\$60,956.80	\$16,523.20	\$5,600.00
OLSTEIN FDS STRATEGIC OPPTS FD CL A	OFSAX	4,470 188 4,056,247 413 941	\$13.700	\$61,241.58	06/03/15 Reinvest	\$80,741.37 \$75,000.00 \$5,741.37	-\$19,499.79 -\$19,429.41 -\$70.38	
PROCTER & GAMBLE CO	PG	750 000	\$79.410	\$59,557.50	06/19/13	\$58,934.93	\$622.57	\$1,989.00
PUTNAM FDS TR CAPITAL SPECTRUM FD CL Y	PVSIX	689 720 626 566	\$33.410	\$23,043.55	11/19/14	\$27,271.77 \$25,000.00	-\$4,228.22 -\$4,066.43	\$74.49

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STATEMENT 10

Go paperless! Get this statement and other account documents online. Learn more on page two.

HERBERT TYLER
GRACE TYLER TTEESINVESTMENT ACCESS
ACCOUNT STATEMENT
WITH PORTFOLIO FOCUS
DECEMBER 1, 2015 - DECEMBER 31, 2015
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US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
QUALCOMM INC	QCOM	63,154 700,000	\$49.985	\$34,989.50	Reinvest 06/07/13	\$2,271.77	-\$161.80	\$1,344.00
REGIONS FINANCIAL CORP	RF	5,000,000	\$9.600	\$48,000.00	06/19/13	\$45,598.50	\$2,401.50	\$1,200.00
SAFEMAY CASA LEY CVR CONTRA CUSIP	786CVR209	750,000	N/P	\$0.00	01/30/15	\$761.18	\$0.00	
SAFEMAY PDC LLC CVR CONTRA CUSIP	786CVR308	750,000	N/P	\$0.00	01/30/15	\$36.60	\$0.00	
SELECT SECTOR SPDR TRUST THE TECHNOLOGY SELECT SECTOR SPDR FUND	XLK	2,000,000 1,500,000 500,000	\$42.830	\$85,660.00	06/05/13 08/23/13	\$63,078.50 \$47,053.80 \$16,024.70	\$22,581.50 \$17,191.20 \$5,390.30	\$1,532.00
UNITEDHEALTH GROUP INC	UNH	250,000	\$117.640	\$29,410.00	02/27/14	\$18,997.48	\$10,412.52	\$500.00
TOTAL US EQUITIES				\$1,312,680.25		\$1,094,565.47	\$218,912.56	\$28,306.09

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ALIBABA GROUP HOLDING LTD SPONSORED ADR	BABA	150,000	\$81.270	\$12,190.50	11/19/14	\$16,243.50	-\$4,053.00	
HARBOR INTERNATIONAL FUND INSTITUTIONAL	HAINX	2,349,042 2,145,923 203,119	\$59.430	\$139,603.57	08/23/13 Reinvest	\$157,713.90 \$145,000.00 \$12,713.90	-\$18,110.33 -\$17,467.79 -\$642.54	\$2,539.31
OPPENHEIMER DEVELOPING MKTS FDS CL Y	ODVYX	5,300,371 2,207,663 2,870,264 222,444	\$29.990	\$158,958.13	06/05/13 06/07/13 Reinvest	\$184,270.37 \$76,340.99 \$100,000.00 \$7,929.38	-\$25,312.24 -\$10,133.18 -\$13,920.78 -\$1,258.28	\$1,187.28
TOTAL INTERNATIONAL EQUITIES				\$310,752.20		\$358,227.77	-\$47,475.57	\$3,726.59



RBC Wealth Management



**INVESTMENT ACCESS
ACCOUNT STATEMENT
WITH PORTFOLIO FOCUS**
DECEMBER 1, 2015 - DECEMBER 31, 2015
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TAXABLE FIXED INCOME

DESCRIPTION	SYMBO/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
GE CAP FINL INC RETAIL C/D FDIC INS TO LIMITS MOODY N/A S&P N/A	36160WL23 CPN 1.300% DUE 05/25/2016 DTD 05/25/2012 BOOK ENTRY ONLY	200,000.000	\$100.264	\$200,528.00 \$256.44	06/05/13	\$200,281.50	\$246.50	\$2,600.00
BMW BK NORTH AMER SALT LAKE CITY UTAH C/D FDIC INS TO LIMITS MOODY N/A S&P N/A	05568PV95 CPN 1.750% DUE 04/13/2017 DTD 04/13/2012 BOOK ENTRY ONLY	163,000.000	\$100.978	\$164,394.14 \$617.39	06/05/13	\$164,024.33	\$569.81	\$2,852.50
GE CAP RETAIL BK DRAPER UTAH C/D FDIC INS TO LIMITS MOODY N/A S&P N/A	36160NJAB CPN 1.850% DUE 04/13/2017 DTD 04/13/2012 BOOK ENTRY ONLY	37,000.000	\$100.977	\$37,361.49 \$2,544.84	06/05/13	\$37,760.18	-\$398.69	\$684.50
TOTAL TAXABLE FIXED INCOME		400,000.000		\$402,483.63		\$402,066.01	\$417.62	\$6,137.00
ESTIMATED ACCRUED BOND INTEREST				\$3,418.67				

OTHER ASSETS

DESCRIPTION	SYMBO/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
EQUINOX FDS TR EQUINOX CAMPBELL STRATEGY FD I	EBSIX	2,394.356 2,345.582 48.774	\$11.000	\$26,337.92	04/14/15 Reinvest	\$30,540.42 \$30,000.00 \$540.42	-\$4,202.50 -\$4,198.59 -\$3.91	\$550.70
LOCORR INVT TR MARKET TREND FD CL I	LOTIX	2,304.454 2,283.105 21.349	\$12.020	\$27,699.54	04/14/15 Reinvest	\$30,256.19 \$30,000.00 \$256.19	-\$2,556.65 -\$2,557.08 \$0.43	\$202.79
TOTAL OTHER ASSETS				\$54,037.46		\$60,796.61	-\$6,759.15	\$753.49