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 instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2015

Open to Public Inspection

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

Name of foundation
GILBERT M AND MARTHA H HITCHCOCK
FOUNDATION

A Employer identification number
47-6025723

Number and street (or P O box number if mail is not delivered to street address) Room/suite
209 SOUTH 19TH STREET NO 151

B Telephone number (see instructions)
(402) 345-0043

City or town, state or province, country, and ZIP or foreign postal code
OMAHA, NE 68102

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 16,309,958

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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))

	Line	Description	(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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	163,551	143,481		
	4	Dividends and interest from securities	222,136	222,136		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	827,935			
	b	Gross sales price for all assets on line 6a 4,200,007				
	7	Capital gain net income (from Part IV, line 2)		827,935		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,213,622	1,193,552		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,145	3,145		0
	c	Other professional fees (attach schedule)	68,472	68,472		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	10,901	10,901		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	15,307	15,307		0
	21	Travel, conferences, and meetings	405	405		0
	22	Printing and publications				
	23	Other expenses (attach schedule)	7,216	7,216		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	105,446	105,446		0
	25	Contributions, gifts, grants paid	929,300			929,300
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,034,746	105,446		929,300
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	178,876			
	b	**Net investment income** (if negative, enter -0-)		1,088,106		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	424,981	576,891	576,891
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	3,130,635	3,367,305	3,434,875
b	Investments—corporate stock (attach schedule)	6,496,018	6,602,027	9,879,239
c	Investments—corporate bonds (attach schedule)	2,774,006	2,458,293	2,418,953
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)	12,825,640	13,004,516	16,309,958
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	8,302,655	8,302,655	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	4,522,985	4,701,861	
30	**Total net assets or fund balances** (see instructions)	12,825,640	13,004,516	
31	**Total liabilities and net assets/fund balances** (see instructions)	12,825,640	13,004,516	

Lines 1–16: Assets; lines 17–23: Liabilities; lines 24–31: Net Assets or Fund Balances

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	12,825,640
2	Enter amount from Part I, line 27a	2	178,876
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	13,004,516
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,004,516

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
	(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	827,935
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	928,871	16,480,426	0 056362
2013	813,849	15,553,879	0 052325
2012	787,395	14,710,305	0 053527
2011	775,150	14,773,777	0 052468
2010	668,800	14,412,005	0 046406

2	**Total** of line 1, column (d)	2	0 261088
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 052218
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	16,356,206
5	Multiply line 4 by line 3	5	854,088
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,881
7	Add lines 5 and 6	7	864,969
8	Enter qualifying distributions from Part XII, line 4	8	929,300

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	10,881
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	10,881
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	10,881
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	17,252		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	17,252
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	6,371
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 6,371 **Refunded** ▶			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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NE			
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

		Line	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).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶NEELY KOUNTZE Telephone no ▶(402) 345-0043

Located at ▶209 SOUTH 19TH STREET SUITE 151 OMAHA NE ZIP+4 ▶68102

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 |

		Line	Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

		Line	Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☑ No

If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

		Line	Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No

		Line	Yes	No
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)*.	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☑ Yes ☐ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

Part X Minimum Investment Return

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes			
a	Average monthly fair market value of securities		1a	16,212,402
b	Average of monthly cash balances		1b	392,883
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	16,605,285
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	16,605,285
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	249,079
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	16,356,206
6	**Minimum investment return.** Enter 5% of line 5		6	817,810

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	817,810
2a	Tax on investment income for 2015 from Part VI, line 5	2a 10,881		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	10,881
3	Distributable amount before adjustments Subtract line 2c from line 1		3	806,929
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	806,929
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	806,929

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	929,300
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	929,300
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 (see instructions)	5	10,881
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	918,419

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					806,929
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only.				73,399	
b Total for prior years 20___, 20___, 20___			0		
3 Excess distributions carryover, if any, to 2015					
a From 2010.					
b From 2011.					
c From 2012.					
d From 2013.					
e From 2014.					
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 929,300					
a Applied to 2014, but not more than line 2a				73,399	
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.					806,929
e Remaining amount distributed out of corpus		48,972			
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		48,972			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		48,972			
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. . . .	48,972				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

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

NEELY KOUNTZE
209 SOUTH 19TH STREET SUITE 151
OMAHA,NE 68102
(402) 345-0043

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

GRANT REQUESTS AND SCHOLARSHIP AWARDS PROCEDURES HAVE BEEN ESTABLISHED BY THE FOUNDATION THE GRANT REQUESTS ARE OPEN TO 501(C)(3) ORGANIZATIONS THE GRANT REQUESTS ARE TO INCLUDE THE BASICS OF THE REQUEST IN ADDITION TO A LETTER CONTAINING THE ESSENTIAL INFORMATION SUCH AS THE PROJECT CONTEMPLATED, SOURCE OF FUNDS, TIMELINE OF IMPLEMENTATION, ETC THE ORIGINAL GRANT REQUEST AND EIGHT COPIES ARE TO BE SENT TO THE FOUNDATION FOR THE BOARD OF TRUSTEES' REVIEW GRANTEES ARE NOTIFIED IN WRITING OF THE FOUNDATION'S DECISIONS

c Any submission deadlines

NOVEMBER 30 OF EACH YEAR

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

PRIMARILY NEBRASKA AND WESTERN IOWA PRIVATE EDUCATIONAL INSTITUTIONS, RELIGIOUS ORGANIZATIONS, HEALTH ORGANIZATIONS, ARTS AND RELATED ORGANIZATIONS

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* See Additional Data Table				
Total . . . . ▶ **3a**				929,300
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	163,551	
4 Dividends and interest from securities. . .			14	222,136	
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	827,935	
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		1,213,622	0

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 1,213,622

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	**1a(1)**		**No**
(2) Other assets	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
(4) Reimbursement arrangements	**1b(4)**		**No**
(5) Loans or loan guarantees	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

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

****** | 2016-05-12 | ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
ROBERT H BERGER CPA				P00340049

Firm's name ▶ BERGER AND O'TOOLE CPAS LLC

Firm's EIN ▶ 91-1829375

Firm's address ▶ 1301 S 75TH STREET SUITE 200 OMAHA, NE 68124

Phone no (402) 551-1919

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

(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)
45,000 TEXTRON INC NT 6 20% DTD 09/17/2009	P	2014-02-26	2015-01-02
936 SH GENERAL MILLS INC	P	2012-08-03	2015-01-06
30,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2014-09-29	2015-01-08
60,000 METROPOLITAN LIFE GLOBAL FDG I NT 144A 3 125% DTD 01/11/2011	P	2014-05-30	2015-01-22
139 490 SH FNMA GTD PASSTHRU CTF POOL #AM1886 3 29S%	P	2014-09-19	2015-01-26
409 1050 SH MEDTRONIC INC	P	2012-03-28	2015-01-26
3,112 895 SH MEDTRONIC INC	P	2010-10-26	2015-01-26
10,000 US TREASURY NOTE 0 625% DTD 09/30/2012	P	2013-06-07	2015-01-28
5,000 NORTH CAROLINA HSG FIN AGY HOM REV REF BDS SERIES TAXABLE 2 777%	P	2014-04-25	2015-02-02
50 SH AFLAC INC COM	P	2007-09-26	2015-02-05

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
45,516		45,498	18
49,029		36,116	12,913
30,001		30,014	-13
61,466		61,440	26
139		135	4
31,481		16,113	15,368
239,537		112,189	127,348
9,957		9,912	45
5,000		5,000	0
3,039		2,855	184

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			18
			12,913
			-13
			26
			4
			15,368
			127,348
			45
			0
			184

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

(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)
55 SH AGILENT TECHNOLOGIES INC COM	P	2014-02-20	2015-02-05
25 SH AIR PRODS & CHEMS INC	P	2005-04-21	2015-02-05
15 SH BLACKROCK INC COM	P	2010-11-03	2015-02-05
85 SH CHEVRON TEXACO CORP	P	2011-05-10	2015-02-05
200 SH CISCO SYS INC	P	2008-01-11	2015-02-05
85 SH CITIGROUP INC COM NEW	P	2014-02-07	2015-02-05
125 SH COMCAST CORP CL A	P	2010-11-29	2015-02-05
385 SH EMC CORP-MASS COM	P	2013-08-15	2015-02-05
55 SH EOG RES INC	P	2014-09-19	2015-02-05
105 SH EXXON MOBIL CORP COM	P	1983-02-14	2015-02-05

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,176		2,287	-111
3,775		1,441	2,334
5,373		2,494	2,879
9,258		8,854	404
5,430		5,214	216
4,115		4,179	-64
7,104		2,526	4,578
10,406		10,102	304
5,270		5,753	-483
9,664		396	9,268

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-111
			2,334
			2,879
			404
			216
			-64
			4,578
			304
			-483
			9,268

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

(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)
155 SH GENERAL ELECTRIC CO COM	P	1971-04-29	2015-02-05
260 SH INTEL CORPORATION	P	2011-06-03	2015-02-05
30 SH INTL BUSINESS MACHS CORP COM	P	1972-01-10	2015-02-05
48 517 SH J P MORGAN CHASE & CO	P	2005-03-04	2015-02-05
61 483 SH J P MORGAN CHASE & CO	P	2008-01-11	2015-02-05
25 SH KEYSIGHT TECHNOLOGIES INC COM	P	2013-10-02	2015-02-05
70 SH KOHLS CORP	P	2011-03-01	2015-02-05
40 SH MOHAWK INDS INC COM	P	2009-07-01	2015-02-05
375 SH NIKE INC	P	2011-08-19	2015-02-05
55 SH PHILIP MORRIS INTL INC COM	P	2010-06-24	2015-02-05

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,787		152	3,635
8,777		5,722	3,055
4,725		93	4,632
2,751		1,823	928
3,486		2,576	910
861		712	149
4,726		3,780	946
6,664		1,429	5,235
34,983		15,031	19,952
4,533		2,545	1,988

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,635
			3,055
			4,632
			928
			910
			149
			946
			5,235
			19,952
			1,988

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

(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)
100 SH PROCTER & GAMBLE CO COM	P	2007-07-06	2015-02-05
145 SH TEXAS INSTRS INC	P	2009-07-01	2015-02-05
75 SH 3M CO	P	1972-05-23	2015-02-05
130 SH U S BANCORP COM	P	2011-08-22	2015-02-05
20,000 US TREASURY BOND 3 625% DTD 08/15/2013	P	2013-12-20	2015-02-05
25 SH UNITED TECHNOLOGIES CORP COM	P	2013-07-09	2015-02-05
155 SH MEDTRONIC PLC SHS	P	2015-01-26	2015-02-05
15,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2014-08-29	2015-02-17
45,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2014-09-29	2015-02-17
1,325 SH INTEL CORPORATION	P	2011-06-03	2015-02-19

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
8,654		6,147	2,507
7,960		3,151	4,809
12,462		274	12,188
5,712		2,669	3,043
25,034		19,187	5,847
3,002		2,461	541
11,615		11,927	-312
15,008		15,004	4
45,023		45,018	5
45,314		29,162	16,152

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,507
			4,809
			12,188
			3,043
			5,847
			541
			-312
			4
			5
			16,152

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

(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)
1,261 SH QUALCOMM INC COM	P	2011-08-22	2015-02-19
139 990 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-02-25
40,000 GENWORTH HLDGS INC SR GLBL 4 80% DTD 12/10/2013	P	2014-11-07	2015-02-25
45,000 MOSAIC CO NEW SR NT 3 75% DTD 10/24/2011	P	2013-11-06	2015-02-27
10,000 MOSAIC CO NEW SR NT 3 75% DTD 10/24/2011	P	2013-12-11	2015-02-27
1,457 280 HELIOS LEASING I LLC SECD NT 2 018% DTDF 06/19/2012	P	2012-06-12	2015-02-28
45,000 BURLINGTON NORTHN SANTA FE LLC DEB 3 75% DTD 03/07/2014	P	2014-05-29	2015-03-04
15,000 BURLINGTON NORTHN SANTA FE LLC DEB 3 75% DTD 03/07/2014	P	2014-06-18	2015-03-04
20,000 US TREASURY BOND 4 750% DTD 02/15/07	P	2014-08-29	2015-03-04
10,000 US TREASURY BOND 4 750% DTD 02/15/07	P	2014-12-09	2015-03-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
89,321		58,912	30,409
140		136	4
34,279		35,062	-783
47,541		44,205	3,336
10,565		9,907	658
1,457		1,457	0
47,572		46,825	747
15,857		15,348	509
27,309		26,063	1,246
13,654		13,481	173

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			30,409
			4
			-783
			3,336
			658
			0
			747
			509
			1,246
			173

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

(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)
7,143 920 SMALL BUSINESS ADMIN GTD LN POOL CTFS 2 8775 DTD 09/21/2011	P	2014-11-07	2015-03-10
30,000 BERKSHIRE HATHAWAY INC DEL SR NT 2 10% DTD 08/14/2014	P	2014-08-07	2015-03-11
35,000 BANK OF NEW YORK INC MEDIUM TERM SUB NTS TRANCHE #SB 00170 4 95% DTD	P	2009-11-06	2015-03-15
60,000 MEDTRONIC INC SR NT 3 00% DTD 03/16/2010	P	2010-03-11	2015-03-15
556 620 ALTITUDE INVTS 16 LLC SECD NT 2 492% DTD 05/30/2014	P	2014-05-20	2015-03-16
25,000 VERIZON COMMUNICATIONS INC NT 5 15% DTD 09/18/2013	P	2013-09-11	2015-03-16
25,000 VERIZON COMMUNICATIONS INC NT 5 15% DTD 09/18/2013	P	2014-06-19	2015-03-16
2,892 SH INTEL CORPORATION	P	2011-06-03	2015-03-18
794 000 VERIZON COMMUNICTIONS INC 144A NT 4 272% DTD 03/13/2015	P	2015-03-16	2015-03-20
174 220 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-03-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
7,144		7,347	-203
30,401		29,997	404
35,000		35,000	0
60,000		59,995	5
557		557	0
26,721		24,919	1,802
26,721		27,771	-1,050
88,428		63,650	24,778
794		767	27
174		169	5

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-203
			404
			0
			5
			0
			1,802
			-1,050
			24,778
			27
			5

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

(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)
65,000 AMERICAN EXPRESS CO CUB DEB VAR RATE DTD 08/01/2006	P	2007-01-23	2015-04-08
130 901 SH LEAR CORP COM NEW	P	2011-04-18	2015-04-14
343 099 SH LEAR CORP COM NEW	P	2011-04-25	2015-04-14
43,224 40 US TREASURY NOTE 0 50% DTD 04/15/2010	P	2011-03-10	2015-04-15
25,000 WHIRLPOOL CORP MEDIUM TERM NTS TRANCHE #TR 00052 4 85% DTD	P	2011-06-02	2015-04-23
20,000 WHIRLPOOL CORP MEDIUM TERM NTS TRANCHE #TR 00052 4 85% DTD	P	2011-06-02	2015-04-23
5,000 WHIRLPOOL CORP MEDIUM TERM NTS TRANCHE #TR 00052 4 85% DTD	P	2014-10-30	2015-04-23
141 13 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-04-27
10,000 INTEL CORP SR NT 4 80% DTD 09/19/2011	P	2015-02-05	2015-04-30
291 SH 3M CO	P	1972-05-23	2015-05-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
68,582		69,051	-469
14,861		6,001	8,860
38,951		16,598	22,353
43,224		44,956	-1,732
27,850		25,047	2,803
22,280		19,993	2,287
5,570		5,467	103
141		137	4
10,829		11,361	-532
46,135		1,063	45,072

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-469
			8,860
			22,353
			-1,732
			2,803
			2,287
			103
			4
			-532
			45,072

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

(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)
120,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2015-03-30	2015-05-11
70 SH AFLAC INC COM	P	2007-09-26	2015-05-14
95 SH AGILENT TECHNOLOGIES INC COM	P	2014-02-20	2015-05-14
35 SH AIR PRODS & CHEMS INC	P	2005-04-21	2015-05-14
110 SH APPLE COMPUTER INCORPORATED	P	2012-03-27	2015-05-14
140 SH AVNET INC COM	P	2012-05-11	2015-05-14
15 SH BLACKROCK INC COM	P	2010-11-03	2015-05-14
65 SH CAPITAL ONE FINANCIAL CORP COM	P	2014-06-06	2015-05-14
65 SH CARNIVAL CORP PAIRED CTF	P	2015-04-14	2015-05-14
80 SH CHEVRONTEXACO CORP	P	2011-05-10	2015-05-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
120,075		120,028	47
4,467		3,997	470
3,991		3,950	41
5,161		2,017	3,144
14,171		9,648	4,523
6,416		4,684	1,732
5,564		2,494	3,070
5,485		5,238	247
3,065		3,095	-30
8,674		8,333	341

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			47
			470
			41
			3,144
			4,523
			1,732
			3,070
			247
			-30
			341

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

(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)
167 206 SH CISCO SYS INC	P	2008-01-11	2015-05-14
47 794 SH CISCO SYS INC	P	2009-07-01	2015-05-14
60 SH CITIGROUP INC COM NEW	P	2014-02-07	2015-05-14
80 SH CITIGROUP INC COM NEW	P	2014-03-27	2015-05-14
892 SH COCA COLA CO COM	P	1982-03-18	2015-05-14
120 SH COMCAST CORP CL A	P	2010-11-29	2015-05-14
205 SH DENTSPLY INTL INC NEW COM	P	2013-10-22	2015-05-14
260 SH EMC CORP-MASS COM	P	2013-08-15	2015-05-14
55 SH EOG RES INC	P	2014-09-19	2015-05-14
115 SH EXXON MOBIL CORP COM	P	1983-02-14	2015-05-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,852		4,359	493
1,387		904	483
3,274		2,950	324
4,366		3,799	567
37,027		591	36,436
6,774		2,425	4,349
10,568		9,362	1,206
7,012		6,822	190
4,993		5,753	-760
9,993		434	9,559

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			493
			483
			324
			567
			36,436
			4,349
			1,206
			190
			-760
			9,559

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

(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)
85 SH FLOWSERVE CORP COM	P	2010-11-29	2015-05-14
160 SH GENERAL ELEC CO COM	P	1971-04-29	2015-05-14
95 SH GENERAL MILLS INC	P	2012-08-03	2015-05-14
10 SH HERSHEY FOODS CORP COM	P	2015-02-05	2015-05-14
35,000 INTEL CORP SR NT 4 80% DTD 09/19/2011	P	2014-09-09	2015-05-14
5,000 INTEL CORP SR NT 4 80% DTD 09/19/2011	P	2014-11-05	2015-05-14
5,000 INTEL CORP SR NT 4 80% DTD 09/19/2011	P	2015-02-05	2015-05-14
25 SH INTERCONTINENTAL EXCHANGE, INC COM	P	2012-05-11	2015-05-14
20 SH INTL BUSINESS MACHS CORP COM	P	1972-01-10	2015-05-14
115 SH J P MORGAN CHASE & CO	P	2005-03-04	2015-05-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,852		2,992	1,860
4,375		157	4,218
5,390		3,666	1,724
960		1,056	-96
36,416		37,074	-658
5,202		5,388	-186
5,202		5,680	-478
6,017		3,116	2,901
3,477		62	3,415
7,596		4,321	3,275

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,860
			4,218
			1,724
			-96
			-658
			-186
			-478
			2,901
			3,415
			3,275

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

(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)
110 SH JACOBS ENGR GROUP INC COM	P	2013-12-06	2015-05-14
15 SH KEYSIGHT TECHNOLOGIES INC COM	P	2014-02-20	2015-05-14
70 SH KOHLS CORP	P	2011-03-01	2015-05-14
5 SH LEAR CORP COM NEW	P	2011-04-18	2015-05-14
45 SH M & T BK CORP COM	P	2014-02-07	2015-05-14
10 SH MARKEL CORP COM	P	2014-02-07	2015-05-14
145 SH MICROSOFT CORP	P	2005-03-04	2015-05-14
30 SH MICROCHIP TECHNOLOGY INC	P	2015-02-19	2015-05-14
25 SH MOHAWK INDS INC COM	P	2009-07-01	2015-05-14
45 SH NIKE INC	P	2011-08-19	2015-05-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,870		6,439	-1,569
529		476	53
4,527		3,780	747
571		229	342
5,530		5,071	459
7,755		5,421	2,334
7,051		3,663	3,388
1,488		1,513	-25
4,575		893	3,682
4,654		1,804	2,850

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,569
			53
			747
			342
			459
			2,334
			3,388
			-25
			3,682
			2,850

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

(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)
100 SH NOVARTIS AG SPONSORED ADR	P	2010-04-15	2015-05-14
125 SH OMNICOM GROUP INC	P	2012-03-22	2015-05-14
160 SH ORACLE CORPORATION COM	P	2010-05-20	2015-05-14
135 SH PERKINELMER INC	P	2014-12-19	2015-05-14
60 SH PHILIP MORRIS INTL INC COM	P	2010-06-24	2015-05-14
90 SH PROCTER & GAMBLE CO COM	P	2007-07-06	2015-05-14
65 SH SCHLUMBERGER LTD COM	P	2013-02-22	2015-05-14
85 SH SCRIPPS NETWORKS INTERACT IN CL A COM	P	2014-09-23	2015-05-14
115 SH TEXAS INSTRS INC	P	2009-07-01	2015-05-14
25 SH 3M CO	P	1972-05-23	2015-05-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,391		5,386	5,005
9,708		6,264	3,444
7,093		3,650	3,443
6,996		5,907	1,089
5,209		2,776	2,433
7,254		5,533	1,721
5,979		5,025	954
5,608		6,627	-1,019
6,378		2,499	3,879
4,073		91	3,982

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,005
			3,444
			3,443
			1,089
			2,433
			1,721
			954
			-1,019
			3,879
			3,982

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

(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)
45 SH TOWERS WATSON & CO CL A	P	2012-06-22	2015-05-14
7 SH TRAVELERS COS INC COM	P	2011-09-27	2015-05-14
38 SH TRAVELERS COS INC COM	P	2013-02-22	2015-05-14
140 SH U S BANCORP COM	P	2011-08-22	2015-05-14
20 SH UNITED TECHNOLOGIES CORP COM	P	2013-07-09	2015-05-14
65 SH VARIAN MED SYS INC COM	P	2012-06-25	2015-05-14
140 SH VERIZON COMMUNICATIONS COM	P	2014-04-08	2015-05-14
115 SH WESTAR ENERGY INC	P	2014-06-12	2015-05-14
205 SH XCEL ENERGY INC COM	P	2013-05-31	2015-05-14
45 SH AON PLC SHS CL A	P	2012-06-26	2015-05-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,050		2,654	3,396
719		351	368
3,904		3,078	826
6,209		2,874	3,335
2,382		1,969	413
5,686		3,769	1,917
6,999		6,747	252
4,128		4,109	19
6,853		5,960	893
4,492		2,055	2,437

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,396
			368
			826
			3,335
			413
			1,917
			252
			19
			893
			2,437

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

(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)
35 SH ACCENTURE PLC CLASS A ORDINARY SHARES	P	2015-03-18	2015-05-14
160 SH MEDTRONIC PLC SHS	P	2015-01-26	2015-05-14
125,000 US TREASURY NOTE 0 625% DTD 09/30/2012	P	2013-06-07	2015-05-18
65,000 US TREASURY NOTE 025% DTD 12/15/2012	P	2014-08-29	2015-05-18
30,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2015-03-30	2015-05-18
75,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2014-12-30	2015-05-18
55,000 MORGAN STANLEY SR NT F 4 75% DTD 03/22/2012	P	2013-07-18	2015-05-19
5,000 MORGAN STANELY SR NT F 4 75% DTD 03/22/2012	P	2014-09-26	2015-05-19
152 84 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-05-26
1,092 SH NIKE INC	P	2011-08-19	2015-05-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,391		3,109	282
12,189		12,312	-123
124,692		123,870	822
65,053		65,013	40
30,025		30,007	18
75,062		75,009	53
58,336		57,459	877
5,303		5,287	16
153		148	5
111,676		43,771	67,905

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			282
			-123
			822
			40
			18
			53
			877
			16
			5
			67,905

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

(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)
1,464 56 HELIOS LEASING I LLC SECD NT 2 018% DTD 06/19/2012	P	2012-06-12	2015-05-29
559 70 ALTITUDE INVTS 16 LLC SECD NT 2 492% DTD 06/19/2012	P	2014-05-20	2015-06-14
142 190 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD 05/30/2014	P	2014-09-19	2015-06-25
10,000 US TREASURY NOTE 0 625% DTD 09/30/2012	P	2013-06-11	2015-07-07
30,000 CARGILL INC SR NT 144A 3 25% DTD 11/08/2011	P	2013-05-07	2015-07-10
15,000 CARGILL INC SR NT 144A 3 25% DTD 11/08/2011	P	2014-02-11	2015-07-10
50,000 DIRECTV HLDGS LLC DIRECTV SR NT 3 80% DTD 03/08/2012	P	2012-11-21	2015-07-10
5,000 DIRECTV HLDGS LLC DIRECTV SR NT 3 80% DTD 03/08/2012	P	2012-11-29	2015-07-10
5,000 DIRECTV HLDGS LLC / DIRECTV FING CO INC SR NT 3 95% DTD 12/11/2014	P	2014-12-02	2015-07-10
1,478 SH FLOWSERVE CORP COM	P	2010-11-29	2015-07-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,465		1,465	0
560		560	0
142		138	4
9,997		9,915	82
30,795		31,094	-299
15,398		14,950	448
50,302		50,797	-495
5,030		5,093	-63
4,887		4,966	-79
72,809		52,021	20,788

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			0
			4
			82
			-299
			448
			-495
			-63
			-79
			20,788

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

(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)
260 SH FLOWSERVE CORP COM	P	2014-12-19	2015-07-10
153 87 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-07-27
12 SH MARKEL CORP COM	P	2013-11-01	2015-07-30
32 SH MARKET CORP COM	P	2014-02-07	2015-07-30
177 SH MOHAWK INDS INC COM	P	2009-07-01	2015-07-30
143 260 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-08-25
476 SH INTL BUSINESS MACHS CORP COM	P	1972-01-10	2015-08-26
1,4781 89 HELIOS LEASING I LLC SECD NT 2 018% DTD 06/19/2012	P	2012-06-12	2015-08-29
2,776 16 SMALL BUSINESS ADMIN GTD LN POOL CTFS 2 877% DTD 09/21/2011	P	2014-11-07	2015-09-10
562 79 ALTITUDE INVTS 16 LLC SECD NT 2 492% DTD 05/30/2014	P	2014-05-20	2015-09-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
12,808		15,053	-2,245
154		149	5
10,598		6,390	4,208
28,262		17,347	10,915
35,490		6,323	29,167
143		139	4
68,613		1,479	67,134
1,472		1,472	0
2,776		2,855	-79
563		563	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,245
			5
			4,208
			10,915
			29,167
			4
			67,134
			0
			-79
			0

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

(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)
35,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2015-07-29	2015-09-14
143 78 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-09-25
2,386 SH WESTAR ENERGY INC	P	2014-06-12	2015-10-05
1,066 SH XCEL ENERGY INC COM	P	2013-05-31	2015-10-05
35,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2015-07-29	2015-10-06
30,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2015-07-29	2015-10-08
55,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2015-07-29	2015-10-13
155 42 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-10-26
1,557 SH KOHLS CORP	P	2011-03-01	2015-10-26
370 SH LEAR CORP COM NEW	P	2011-04-18	2015-10-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
35,012		35,014	-2
144		139	5
91,526		85,254	6,272
37,611		30,993	6,618
35,016		35,010	6
30,013		30,009	4
55,019		55,014	5
155		151	4
69,305		84,079	-14,774
44,054		16,962	27,092

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2
			5
			6,272
			6,618
			6
			4
			5
			4
			-14,774
			27,092

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

(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)
1,362 SH SCRIPPS NETWORKS INTERACT IN CL A COM	P	2014-09-23	2015-10-28
389 SH SCRIPPS NETWORKS INTERACT IN CL A COM	P	2015-01-09	2015-10-28
25,000 US TREASURY NOTE 0 625% DTD 09/30/2012	P	2014-04-11	2015-11-04
1,109 SH HERSHEY FOODS CORP COM	P	2015-01-06	2015-11-12
35 SH HERSHEY FOODS CORP COM	P	2015-02-05	2015-11-12
372 SH HERSHEY FOODS CORP COM	P	2015-05-01	2015-11-12
25,000 FHLMC 4 75% DTD 10/21/2005	P	2005-10-28	2015-11-17
25,000 FHLMC 4 75% DTD 10/21/2005	P	2010-12-10	2015-11-17
319 SH LEAR CORP COM NEW	P	2011-04-18	2015-11-20
80 SH LEAR CORP COM NEW	P	2015-07-30	2015-11-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
78,312		106,190	-27,878
22,367		29,254	-6,887
24,916		24,817	99
94,634		115,038	-20,404
2,987		3,695	-708
31,744		34,881	-3,137
25,000		24,610	390
25,000		25,000	0
40,114		14,624	25,490
10,060		8,349	1,711

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-27,878
			-6,887
			99
			-20,404
			-708
			-3,137
			390
			0
			25,490
			1,711

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

(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)
207 SH LEAR CORP COM NEW	P	2015-07-30	2015-11-23
144 86 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-11-25
1,479 25 HELIOS LEASING I LLC SECD NT 2 018% DTD 06/19/2012	P	2012-06-12	2015-11-28
5,000 MONTANA ST BRD HSG SINGLE FAMILY PROG DBS A AMT 2 65% DTD 05/30/2013	P	2013-05-01	2015-12-01
5,000 MONTANA ST BRD HSG SINGLE FAMILY PROG DBS A AMT 2 65% DTD 05/30/2013	P	2013-05-01	2015-12-01
85,000 STATE STR BK & TR CO SB NT FLT VAR RATE DTD 12/08/2005	P	2009-08-25	2015-12-08
565 90 ALTITUDE INVTS 16 LLC SECD NT 2 492% DTD 05/30/2014	P	2014-05-20	2015-12-14
20,000 US TREASURY NOTE 0 25% DTD 12/15/2012	P	2015-07-29	2015-12-15
156 47 FNMA GTD PASSTHRU CTF POOL #AM1886 3 290% DTD	P	2014-09-19	2015-12-28
100 SH MICROSOFT CORP	P	2005-03-04	2015-01-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
26,082		21,602	4,480
145		140	5
1,479		1,479	0
5,000		5,000	0
5,000		5,000	0
85,000		85,000	0
566		566	0
20,000		20,000	0
156		152	4
4,711		2,526	2,185

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,480
			5
			0
			0
			0
			0
			0
			0
			4
			2,185

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

(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)
150 SH NIKE INC	P	2013-09-10	2015-01-09
100 SH UNION PACIFIC CORP COM	P	2013-01-11	2015-01-09
50 SH UNION PACIFIC CORP COM	P	2012-11-05	2015-01-09
200 SH WALGREENS BOOTS ALLIANCE INC COM	P	2012-10-31	2015-01-09
200 SH ABBVIE INC COM	P	2013-05-13	2015-01-26
125 SH EXPRESS SCRIPTS HLDG CO COM	P	2012-11-05	2015-01-26
200 SH GILEAD SCIENCES INC COM	P	2013-10-16	2015-01-26
150 SH STRYKER CORP	P	2012-11-07	2015-01-26
125 SH NIKE INC	P	2013-09-10	2015-01-29
107 SH APPLE COMPUTER INCORPORATED	P	2012-03-27	2015-05-05

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
14,386		10,011	4,375
11,545		6,540	5,005
5,773		3,097	2,676
15,210		7,064	8,146
12,464		8,948	3,516
10,588		7,821	2,767
21,434		12,919	8,515
13,804		7,918	5,886
11,840		8,343	3,497
13,503		9,385	4,118

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,375
			5,005
			2,676
			8,146
			3,516
			2,767
			8,515
			5,886
			3,497
			4,118

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

(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)
25 SH BLACKROCK INC COM	P	2013-01-11	2015-05-05
250 SH COMCAST CORP CL A	P	2013-05-13	2015-05-05
100 SH WALT DISNEY CO COM	P	2013-05-13	2015-05-05
125 SH WALT DISNEY CO COM	P	2002-11-05	2015-05-05
25 SH WALT DISNEY CO COM	P	2012-12-12	2015-05-05
50 SH GOLDMAN SACHS GROUP INC COM	P	2012-11-05	2015-05-05
100 SH HOME DEPOT INC	P	2013-05-13	2015-05-05
150 SH HOME DEPOT INC	P	2012-11-05	2015-05-05
100 SH J P MORGAN CHASE & CO	P	2012-11-05	2015-05-05
25 SH MCDONALDS CORP COM	P	2013-05-13	2015-05-05

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,147		5,503	3,644
14,520		10,774	3,746
11,083		6,732	4,351
13,854		6,257	7,597
2,771		1,249	1,522
9,845		6,165	3,680
10,817		7,676	3,141
16,225		9,355	6,870
6,439		4,213	2,226
2,397		2,519	-122

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,644
			3,746
			4,351
			7,597
			1,522
			3,680
			3,141
			6,870
			2,226
			-122

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

(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)
125 SH NIKE INC	P	2013-09-10	2015-05-05
75 SH WALGREENS BOOTS ALLIANCE INC COM	P	2012-10-31	2015-05-05
50 SH QUALCOMM INC COM	P	2014-05-07	2015-09-08
125 36 SH QUALCOMM INC COM	P	2012-01-12	2015-09-08
474 64 SH QUALCOMM INC COM	P	2011-08-22	2015-09-08
200 SH WAL MART STORES INC	P	2012-10-31	2015-10-14
25 SH WAL MART STORES INC	P	2012-11-07	2015-10-14
100 SH WAL MART STORES INC	P	2012-11-05	2015-10-14
75 SH WAL MART STORES INC	P	2012-11-09	2015-10-14
100 SH WAL MART STORES INC	P	2015-01-29	2015-10-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
12,545		8,343	4,202
6,229		2,649	3,580
2,745		3,953	-1,208
6,882		7,019	-137
26,058		22,174	3,884
12,186		14,925	-2,739
1,523		1,834	-311
6,093		7,314	-1,221
4,570		5,428	-858
6,093		8,768	-2,675

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,202
			3,580
			-1,208
			-137
			3,884
			-2,739
			-311
			-1,221
			-858
			-2,675

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

(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)
50 SH WAL MART STORES INC	P	2014-12-03	2015-10-14
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,046		4,243	-1,197
5,786			5,786

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1,197
			5,786

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NEELY KOUNTZE 209 SOUTH 19TH STREET SUITE 151 OMAHA, NE 68102	PRESIDENT/TRUSTEE 0 00	0	0	0
MARY L KOUNTZE PO BOX 513 BOCA GRANDE, FL 33921	VICE PRESIDENT/TRUSTEE 0 00	0	0	0
JOHN Q BACHMAN 10250 REGENCY CIRCLE SUITE 300 OMAHA, NE 68114	SECRETARY/TRUSTEE 0 00	0	0	0
JOHN W WEBSTER 12910 PIERCE STREET SUITE 320 OMAHA, NE 68144	TREASURER/TRUSTEE 0 00	0	0	0
JAMES E LANDEN 1120 SOUTH 101 STREET OMAHA, NE 68124	TRUSTEE 0 00	0	0	0
TOWER KOUNTZE 5208 CUMING STREET OMAHA, NE 68132	TRUSTEE 0 00	0	0	0
W RUSSELL BOWIE III 4174 CHICAGO STREET OMAHA, NE 68131	TRUSTEE 0 00	0	0	0
ELIZABETH MALLORY KOUNTZE 35 FILBERT AVENUE SAUSALITO, CA 94965	TRUSTEE 0 00	0	0	0

Form 990PF Part XV Line 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*				
ABIDE NETWORK INC 3335 FOWLER ST OMAHA, NE 68111	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	15,000
BELLEVUE UNIVERSITY 1000 GALVIN ROAD SOUTH BELLEVUE, NE 68005	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	75,000
BLUE BARN THEATRE 1106 S 10TH STREET OMAHA, NE 68108	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	6,000
BOY SCOUTS OF AMERICA 12401 WEST MAPLE ROAD OMAHA, NE 68164	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
BROWNELL-TALBOT SCHOOL 400 N HAPPY HOLLOW BLVD N OMAHA, NE 68132	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	35,800
COLUMBIA UNIVERSITY 116TH STREET AND BROADWAY NEW YORK, NY 10027	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	1,000
COMPLETELY KIDS 2566 ST MARYS AVENUE OMAHA, NE 68105	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	50,000
DOUGLAS COUNTY SEPARATE JUVENILE COURT 1445 K STREET LINCOLN, NE 685098910	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	8,000
DURHAM MUSEUM 801 S 10TH STREET OMAHA, NE 68108	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
EL MUSEO LATINO 4701 S 25TH STREET OMAHA, NE 681072728	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
FOOD BANK FOR THE HEARTLAND 10525 J STREET OMAHA, NE 68127	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
FRIENDSHIP HOME PO BOX 85358 LINCOLN, NE 68501	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
HATTIE B MUNROE HOME 4420 DEWEY AVENUE OMAHA, NE 68105	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	1,000
HEARTLAND HOPE MISSION 5210 S 21ST STREET OMAHA, NE 681072728	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	27,500
JENNIE EDMUNDSON MEMORIAL HOSPITAL 933 EAST PIERCE STREET COUNCIL BLUFFS, IA 51503	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
Total . . . . ▶ **3a**				929,300

Form 990PF Part XV Line 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*				
KEVIN O'CONNOR SCHOLARSHIP FUND INC C/O GREAT WESTERN BANK 9290 WEST DODGE ROAD OMAHA,NE 68114	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	20,000
KIDS CAN COMMUNITY CENTER 4860 Q STREET OMAHA,NE 68117	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
LAURITZEN GARDENS 100 BANCROFT STREET OMAHA,NE 68108	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	30,000
METHODIST HOSPITAL FOUNDATION 8401 WEST DODGE ROAD SUITE 225 OMAHA,NE 68114	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	25,000
MID-AMERICA ARTS ALLIANCE 2679 FARNAM STREET SUITE 204 OMAHA,NE 68131	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
MUSEUM OF NEBRASKA ART 2401 CENTRAL AVE KEARNEY,NE 68847	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
NEBRASKA HUMANE SOCIETY 8929 FORT STREET OMAHA,NE 68134	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	30,000
NEBRASKA KIDNEY FOUNDATION 11725 ARBOR STREET OMAHA,NE 68144	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENTTO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
NEBRASKA SHAKESPEARE FESTIVAL 2500 CALIFORNIA PLZ OMAHA,NE 681780133	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	6,000
NORTHSTAR FOUNDATION 4242 N 49TH STREET OMAHA,NE 68104	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	75,000
OMAHA CHILDREN'S MUSEUM 500 S 20TH STREET OMAHA,NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
OMAHA PUBLIC LIBRARY FOUNDATION 215 SOUTH 15TH STREET OMAHA,NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	115,000
OMAHA SYMPHONY 1605 HOWARD STREET OMAHA,NE 681022797	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	15,000
ONEWORLD COMMUNITY HEALTH CENTER 4920 S 30TH STREET OMAHA,NE 68107	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
OPERA OMAHA 1850 FARNAM STREET OMAHA,NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
Total . . . . ▶ **3a**				929,300

Form 990PF Part XV Line 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*				
OUTLOOK NEBRASKA INC 4125 S 72ND STREET OMAHA,NE 68127	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
RADIO TALKING BOOK SERVICES 7101 NEWPORT AVE SUITE 205 OMAHA,NE 681522162	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
RELEASE MINISTRIES 3223 N 45TH STREET OMAHA,NE 68104	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
RESCUE MISSION DBA OPEN DOOR MISSION 2828 N 23RD STREET EAST OMAHA,NE 68110	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	30,000
SALVATION ARMY 3612 CUMING STREET OMAHA,NE 68131	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	110,000
SIENAFRANCIS HOUSE 1702 NICHOLAS STREET OMAHA,NE 68101	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	20,000
THE NATURE CONSERVANCY 1025 LEAVENWORTH STREET OMAHA,NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	40,000
TRINITY CATHEDRAL 109 N 18TH STREET OMAHA,NE 68101	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
UNITED WAY OF THE MIDLANDS 1805 HARNEY STREET OMAHA,NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	25,000
UNIVERSITY OF NEBRASKA FOUNDATION 2285 SOUTH 67TH STREET OMAHA,NE 68106	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	12,000
UNO SCHOLARSHIP - PLANETARIUM 6001 DODGE STREET OMAHA,NE 68182	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	1,500
UNO SCHOLARSHIP - SCIENCE 6001 DODGE STREET OMAHA,NE 68182	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	1,000
VISITING NURSES ASSOCIATION 1941 S 42ND STREET SUITE 200 OMAHA,NE 68105	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	2,000
VOICES OF OMAHA PO BOX 24711 OMAHA,NE 681240711	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	2,500
WOMEN'S CENTER FOR ADVANCEMENT 225 S 29TH ST OMAHA,NE 68131	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	15,000
Total . . . . ▶ **3a**				929,300

TY 2015 Accounting Fees Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,145	3,145		0

TY 2015 General Explanation Attachment

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Identifier	Return Reference	Explanation
	FORM 990-PF, PAGE 10, PART XV, LINE 2B	GRANT REQUEST PROCEDURES THE FOUNDATION ASKS EACH REQUESTING ORGANIZATION TO PRESENT ITS GRANT REQUEST IN THE FOLLOWING MANNER 1) A LETTER SUMMARY, ONE PAGE IN LENGTH ONLY, TO ACQUAINT TRUSTEES WITH BASICS OF THE REQUEST INCLUDING THE SPECIFIC AMOUNT REQUESTED REQUESTS GENERALLY SHOULD BE PAYOUT IN ONE YEAR 2) A LETTER, NO MORE THAN 5 PAGES IN LENGTH, CONTAINING THE ESSENTIAL INFORMATION, I E PROJECT CONTEMPLATED, COST, SOURCE OF FUNDS, TIMELINE FOR IMPLEMENTATION, SPECIFIC AMOUNT OF THE GRANT REQUEST, HOW PROJECT WOULD BE CONTINUED AFTER GRANT PAYOUT, 3) CURRENT ANNUAL OPERATING BUDGET, LATEST AUDITED FINANCIAL STATEMENTS, INCLUDING MANAGEMENT LETTER FROM AUDITOR, IF ANY4) IRS RULING LETTER UNDER 501(C)(3) OR 509(A) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED THIS LETTER MUST INDICATE (AND THE ORGANIZATION MUST BE WILLING TO SIGN A GRANT AGREEMENT DECLARING) THAT THE REQUESTING ORGANIZATION IS A) EXEMPT FROM FEDERAL INCOME TAXATION UNDER 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED AND B) NOT A PRIVATE FOUNDATION, AS DEFINED IN SECTION 509 OF SAID CODE 5) A STATEMENT OF THE THREE TOP MEASURABLE RESULTS YOU EXPECT TO ACCOMPLISH IF THIS GRANT IS APPROVED AND YOUR PROJECT GOES FORWARD AN ORIGINAL AND EIGHT (8) COPIES OF YOUR GRANT REQUEST PLEASE INCLUDE ONLY ONE COPY OF ITEMS (2)-(5) PACKAGE SHOULD BE ADDRESSED TO MR NEELY KOUNTZE, PRESIDENT AT THE ADDRESS BELOW WE DO NOT ACCEPT FAX REQUESTS WE DO REQUIRE THAT YOU PROVIDE A CONTACT NAME WITH AN E-MAIL ADDRESS YOU WILL RECEIVE ACKNOWLEDGEMENT OF YOUR REQUEST REQUESTS FOR GRANTS ARE CONSIDERED BY THE FULL BOARD OF TRUSTEES AT THEIR ANNUAL MEETING GRANTS AWARD MEETING HELD BY LATE MAY OF EACH YEAR ORGANIZATIONS ARE NOTIFIED IN WRITING OF THE BOARD'S DECISION REGARDING THEIR REQUEST, BY EARLY JUNE FOLLOWING THE MAY MEETING GRANTS APPROVED MAY BE PAID IN ONE PAYMENT OR IN PAYMENTS OVER SEVERAL YEARS AS CASH BECOMES AVAILABLE ACCEPTED GRANT AGREEMENTS INCLUDE THE OBLIGATION OF FUTURE REPORTING ON THE USE OF THE FUNDS GRANTED AND THE GRANT AGREEMENT IS EXPECTED TO BE EXECUTED AND RETURNED TIMELY TO THE HITCHCOCK FOUNDATION PREFERENCE FOR CERTAIN PROGRAMS IS NOT A JUDGEMENT ON THE MERITS OF THOSE THAT ARE NOT SUPPORTED RATHER, IT IS A REFLECTION OF THE FOUNDATION'S BELIEF THAT ADHERENCE TO ITS PROGRAMS, WHICH ARE CAREFULLY STRUCTURED AND REGULARLY REVIEWED, LEADS TO EFFECTIVE USE OF ITS RESOURCES ALL GRANT REQUESTS MUST BE RECEIVED BY THE FOUNDATION BY NOVEMBER 30 GILBERT M AND MARTHA H HITCHCOCK FOUNDATION P O BOX 31219OMAHA, NE 68131-0219402-345-0043

TY 2015 Investments Corporate Bonds Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CHUBB CORP 6.800% 11/15/31	63,858	78,133
TOSCO CORP 8.125% 02/15/30	56,134	56,259
AMERICAN EXPRESS CO 6.800% 09/01/66	0	0
CATERPILLAR INC 7.900% 12/15/18	55,585	64,352
KIMBERLY CLARK CORP 6.125% 08/01/17	59,114	64,463
ACE INA HOLDINGS 5.900% 6/15/19	49,494	55,935
BANK NEW YORK 4.950% 3/15/15	0	0
STATE STR BK & TR .082938% 12/08/15	0	0
MEDTRONIC INC 3.000% 3/15/15	0	0
UBS PFD FDG TR V 6.243% 5/29/49	46,685	45,115
US BANCORP 7.189% PFD	87,299	67,578
OCCIDENTAL PETE CORP SR NT 1.75% DUE 02/15/17	64,446	65,130
PACIFICORP 6.25% DUE 10/15/37	60,916	68,033
UNITED TECHNOLOGIES CORP NT 6.125% DUE 07/15/38	66,828	67,013
WAL MART STORES INC NT 5.625% DUE 04/15/41	67,491	65,426
WHIRLPOOL CORP MEDIUM TERM NTS 4.85% DUE 06/15/21	0	0
BB&T CORPORATION 2.15% DUE 03/22/2017	60,838	60,463
DIRECTV HLDGS LLC SR NT 3.80% DUE 03/15/2022	0	0
HELIOS LEASING I LLC SECD NT 2.018% DUE 05/29/2024	54,947	54,242
PEPSICO INC SR NT 4.875% DUE 11/01/2040	65,924	58,767

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PFIZER INC SR NT 6.20% DYE 03/15/2019	29,462	28,125
PRICOA GLBL FDG I VAR RATE DUE 06/24/2016	64,551	64,957
AMER HONDA FIN CORP MTN 1.60% DTD 02/19/2013	60,471	59,545
AMERICAN TOWER TR I SECD 3.07% DTD 03/15/2013	61,522	58,751
CARGILL INC SR NT 3.25% DTD 11/08/2011	0	0
GENERAL ELEC CAP CORP MEDIUM TERM NTS DTD 11/15/2007	68,808	67,880
JP MORGAN CHASE BANK NA SUB NT 6.00% DTD 09/24/2007	60,300	58,804
MORGAN STANLEY SR NT F 4.75% DTD 03/22/2012	0	0
MOSAIC CO NEW SR NT 3.75% DTD 10/24/2011	0	0
VERIZON COMMUNICATIONS INC NT 5.15% DTD 09/18/2013	0	0
ALTITUDE INVTS 16 LLC SECD NT 2.492% DTD 05/30/2014	26,103	26,101
ANADARKO PETE CORP SR GIBL NT 3.45% DTD 07/07/2014	38,500	35,534
BANK AMER CORP FR 4.125% DTD 01/21/2014	62,083	61,971
BERKSHIRE HATHAWAY INC DEL SR NOTE 2.10% DTD 08/14/2014	0	0
BURLINGTON NORTHN SANTA FE LLC DEB 3.75% DTD 03/07/2014	0	0
CHURCH & DWIGHT INC SR NT 2.45% DTD 12/09/2014	49,969	49,739
CITIGROUP INC NT 2.55% DTD 04/08/2014	59,952	60,244
DIRECTV HLDGS LLC SR NT 3.95% DTD 12/11/2014	0	0
DOW CHEM CO SR NT 3.00% DTD 11/14/2012	53,854	52,653
GENWORTH HLDGS INC SR GLBL 4.80% DTD 12/10/2013	0	0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS GROUP INC SUB NT 6.45% DTD 04/18/2006	57,844	56,523
HARTFORD FINL SVCS GROUP INC SR NT 5.50% DTD 03/23/2010	55,406	55,350
INTEL CORP SR NT 4.80% DTD 09/19/2011	0	0
METROPOLITAN LIFE GLOBAL FDG NT 3.125% DTD 01/11/2011	0	0
NEWELL RUBBERMAID INC SR GLBL NT 4.00% DTD 06/14/2012	41,319	38,390
ORACLE CORP SR GLBL NT 6.125% DTD 07/08/2009	62,144	60,460
PRUDENTIAL FINL INC MTNS BOOK FR 7.375% DTD 06/08/2009	52,418	52,223
SMALL BUSINESS ADMIN GTD LN POOL CTFS 2.877% DTD 09/21/2011	44,848	45,175
TEXTRON INC NT 6.20% DTD 09/17/2009	0	0
TEXTRON INC NT 3.65% DTD 01/30/2014	51,062	50,312
WELLS FARGO & CO NEW PERP PFD CL A SER K DTD 02/08/2008	74,466	67,519
BECTON DICKINSON & CO SR GLBL NT 3.3734% DTD 12/15/2014	30,314	30,256
BURLINGTON NORTHN SANTA FE CP SR GLBL DEB 4.55% DTD 08/18/2014	32,081	28,961
BURLINGTON NORTHN SANTA FE LLC DEB 4.15% DTD 03/09/2015	19,935	18,127
CME GROUP INC SR GLBL NT 3.00% DTD 03/09/2015	44,033	44,147
CARGILL INC SR NT 144A 4.10% DTD 10/29/2012	18,794	18,236
DIRECTV HLDGS LLC DIRECTV SR GLBL NT 5.15% DTD 03/08/2012	23,325	23,309
METROPOLITAN LIFE GLOBAL FDG I FR 2.30% DTD 04/10/2014	60,882	60,014
MORGAN STANLEY SR NT F 3.75% DTD 02/25/2013	61,560	61,456
MOSAIC CO NEW SR NT 1.45% DTD 11/15/2013	57,505	50,534

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NEWELL RUBBERMAID INC NT 4.00% DTD 11/19/2014	10,450	9,231
QUALCOMM INC SR NT 4.80% DTD 05/20/2015	54,705	48,868
VERIZON COMMUNICATIONS INC GLBL NT 4.272% DTD 07/15/2015	54,932	51,460
WHIRLPOOL CORP SERA MTN NT 4.70% DTD 06/01/2012	55,136	53,189

TY 2015 Investments Corporate Stock Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO - 1,165 SH	4,254	175,496
CHEVRON CORP - 1,661 SH	63,996	149,424
COCA-COLA CO - 5,000 SH	3,314	214,800
EXXON MOBIL CORP - 2,291 SH	8,611	178,583
GENERAL ELECTRIC CO - 3,290 SH	3,221	102,484
INTERNATIONAL BUSINESS MACHINES CORP - 526 SH	0	0
AIR PRODUCTS & CHEMICALS INC - 941 SH	72,684	122,434
JP MORGAN CHASE & CO - 2,462 SH	92,502	162,566
MEDTRONIC INC - 3,207 SH	246,779	246,682
MICROSOFT CORP - 3,038 SH	76,740	168,548
CISCO SYSTEMS INC - 4,377 SH	81,503	118,857
TEXAS INSTRUMENTS INC - 2,399 SH	52,126	131,489
AFLAC INC - 1,516 SHARES	85,814	90,808
COMCAST CORP CL A - 2,654 SHARES	53,637	149,765
PROCTER & GAMBLE CO - 2,015 SHARES	110,627	160,011
AVNET INC - 2,836 SHARES	72,130	121,494
JACOBS ENGINEERING GROUP INC - 2,353 SHARES	97,906	98,708
MOHAWK INDUSTRIES INC - 367 SHARES	13,110	69,506
BLACKROCK INC - 241 SHARES	40,073	82,065
FLOWSERVE CORP - 1,823 SHARES	0	0
ORACLE CORP - 3,385 SHARES	77,230	123,654
PHILIP MORRIS INTERNATIONAL - 1,510 SHARES	81,446	132,744
NOVARTIS AG ADR - 2,153 SHARES	107,387	185,244
SCHLUMBERGER LTD - 1,405 SHARES	90,286	97,999
CITIGROUP INC COM - 3,906 SHARES	108,126	150,386
E M C CORP MASS COM - 5,271 SHARES	111,485	135,359
INTEL CORP COM - 4,477 SHARES	0	0
KOHLS CORP COM - 1,697 SHARES	0	0
LEAR CORP COM NEW - 1,168 SHARES	0	0
NIKE INC CL B - 1,512 SHARES	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
QUALCOMM INC COM - 1,261 SHARES	0	0
TRAVELERS COS INC COM - 1,118 SHARES	55,992	126,177
US BANCORP DEL COM NEW - 2,870 SHARES	58,913	122,463
AON PLC SHS CL A - 965 SHARES	44,060	88,983
APPLE INC - 2,365 SHARES	178,615	248,940
DENTSPLY INTL INC NEW - 4,342 SHARES	175,367	264,211
GENERAL MILLS INC - 1,955 SHARES	76,465	112,725
INTERCONTINENTALEXCHANGE INC - 606 SHARES	94,608	155,294
OMNICOM GROUP INC - 2,559 SHARES	132,595	193,614
TOWERS WATSON & CO CL A - 737 SHARES	42,923	94,675
VARIAN MED SYS INC - 1,207 SHARES	69,987	97,526
AMERICAN EXPRESS - 800 SHARES	44,840	55,640
APPLE INC - 600 SHARES	49,826	63,156
AUTOMATIC DATA PROCESSING INC - 900 SHARES	45,266	76,248
BERKSHIRE HATHAWAY INC DEL - 500 SHARES	43,011	66,020
BLACKROCK INC - 200 SHARES	34,260	68,104
BOEING CO - 500 SHARES	36,068	72,295
CHEVRON CORP - 525 SHARES	22,343	47,229
COMCAST CORP - 1,050 SHARES	34,336	59,252
DANAHER CORP - 700 SHARES	43,388	65,016
DISNEY WALT CO - 550 SHARES	26,968	57,794
ECOLAB INC - 475 SHARES	32,980	54,331
EXPRESS SCRIPTS HLDG CO - 725 SHARES	45,002	63,372
EXXON MOBIL CORP - 625 SHARES	8,994	48,719
FISERV INC - 1,000 SHARES	37,385	91,460
GOOGLE INC CL A - 125 SHARES	0	0
HOME DEPOT INC - 550 SHARES	33,948	72,738
HONEYWELL INTERNATIONAL INC - 675 SHARES	42,202	69,910
INTERNATIONAL BUSINESS MACHINES CORP - 300 SHARES	22,293	41,286
INTERNATIONAL PAPER CO - 1,050 SHARES	36,934	39,585

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN CHASE & CO - 1,050 SHARES	44,105	69,332
JOHNSON & JOHNSON - 600 SHARES	42,435	61,632
KIMBERLY CLARK CORP - 500 SHARES	40,135	63,650
MASTERCARD INC CL A - 800 SHARES	37,710	77,888
MCDONALDS CORP - 625 SHARES	56,457	73,838
MICROSOFT CORP - 1,600 SHARES	40,416	88,768
MONDELEZ INTL INC CL A - 1,300 SHARES	34,303	58,292
ORACLE CORP - 1,300 SHARES	31,467	47,489
PEPSICO INC - 500 SHARES	37,275	49,960
PFIZER INC - 1,925 SHARES	49,484	62,139
PROCTER & GAMBLE CO - 550 SHARES	33,945	43,676
QUALCOMM INC COM - 650 SHARES	0	0
SCHLUMBERGER LTD - 700 SHARES	46,950	48,825
STERICYCLE INC - 450 SHARES	47,877	54,270
STRYKER CORP - 650 SHARES	34,071	60,411
UNION PAC CORP - 550 SHARES	33,930	43,010
UNITED TECHNOLOGIES CORP - 575 SHARES	47,423	55,240
VERIZON COMMUNICATIONS INC - 1,025 SHARES	46,723	47,376
WAL MART STORES INC - 450 SHARES	0	0
WALGREEN BOOTS ALLIANCE INC - 725 SHARES	24,935	61,737
WELLS FARGO & CO NEW - 1,300 SHARES	43,484	70,668
AGILENT TECHNOLOGIES INC COM - 2,061 SHARES	78,418	86,170
M & T BK CORP COM - 932 SHARES	104,540	112,940
MARKEL CORP COM - 191 SHARES	101,702	168,720
UNITED TECHNOLOGIES CORP - 1,432 SHARES	146,343	137,572
ABBVIE INC COM - 1,000 SHARES	35,416	59,240
GILEAD SCIENCES INC COM - 600 SHARES	40,094	60,714
GOLDMAN SACHS GROUP INC - 350 SHARES	42,390	63,081
NIKE INC CL B - 1,200 SHARES	38,474	75,000
XCEL ENERGY INC COM - 3,149 SHARES	90,776	113,081

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE PLC CLASS A ORDINARY - 1,371 SHARES	113,440	143,270
CAPITAL ONE FINL CORP - 1,621 SHARES	130,394	117,004
CARNIVAL CORP PAIRED CTF - 4,375 SHARES	187,311	238,350
EOG RES INC - 1,161 SHARES	116,930	82,187
KEYSIGHT TECHNOLOGIES INC - 3,574 SHARES	119,319	101,251
PERKINELMER INC - 2,977 SHARES	130,256	159,478
SCRIPPS NETWORKS INTERACT IN CL A - 1,447 SHARES	0	0
VERIZON COMMUNICATIONS INC - 2,852 SHARES	137,799	131,819
WESTAR ENERGY INC - 2,501 SHARES	0	0
METLIFE INC - 700 SHARES	38,510	33,747
KRAFT HEINZ CO - 2,011 SHARES	142,599	146,320
MICROCHIP TECHNOLOGY INC - 2,282 SHARES	115,060	106,204
NEXTERA ENERGY INC - 1,186 SHARES	118,721	123,214
PRICELINE GRP INC - 70 SHARES	83,270	89,247
TEAM HEALTH HOLDINGS INC - 1,904 SHARES	112,740	83,567
TEGNA INC - 3,582 SHARES	95,515	91,413
ALPHABET INC CAP STK CL A - 125 SHARES	47,573	97,251
OCCIDENTAL PETE CORP - 250 SHARES	19,680	16,903
3M CO - 350 SHARES	57,374	52,724
UNITEDHEALTH GROUP INC - 550 SHARES	59,702	64,702

TY 2015 Investments Government Obligations Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

US Government Securities - End of Year Book Value:	2,719,708
US Government Securities - End of Year Fair Market Value:	2,760,307
State & Local Government Securities - End of Year Book Value:	647,597
State & Local Government Securities - End of Year Fair Market Value:	674,568

TY 2015 Other Expenses Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSE	4,366	4,366		0
POSTAGE	500	500		0
MEMBERSHIPS	750	750		0
INSURANCE	1,600	1,600		0

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TY 2015 Other Professional Fees Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK AND MANAGEMENT FEES	68,405	68,405		0
FOREIGN CONVERSION EXPENSE	67	67		0

TY 2015 Taxes Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	901	901		0
FEDERAL INCOME TAXES	10,000	10,000		0