Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation: THE HELLER FAMILY FOUNDATION

A Employer identification number: 52-2034432

Number and street (or P O box number if mail is not delivered to street address): 1344 CARNTON LANE

Room/suite:

B Telephone number (see instructions): ( ) -

City or town, state or province, country, and ZIP or foreign postal code: FRANKLIN, TN 37064

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,838,776.

J Accounting method: [X] 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).)*

		(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	52.	52.		ATCH 1
4	Dividends and interest from securities	27,453.	27,453.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	169,502.			
b	Gross sales price for all assets on line 6a 486,864.				
7	Capital gain net income (from Part IV, line 2)		123,762.		
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) ATCH 3	588.	46,328.		
12	**Total.** Add lines 1 through 11	197,595.	197,595.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 4	2,305.	2,305.		
c	Other professional fees (attach schedule)				
17	Interest ATCH 5	11.	11.		
18	Taxes (attach schedule) (see instructions) [6]	6,179.	679.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 7	4,769.	4,768.		
24	**Total operating and administrative expenses.** Add lines 13 through 23	13,264.	7,763.		
25	Contributions, gifts, grants paid	91,000.			91,000.
26	**Total expenses and disbursements** Add lines 24 and 25	104,264.	7,763.	0.	91,000.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	93,331.			
b	**Net investment income** (if negative, enter -0-)		189,832.		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	55,967.	235,826.	235,826.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 8	782,629.	652,963.	815,070.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 9	708,620.	691,046.	787,880.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,547,216.	1,579,835.	1,838,776.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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	1,547,216.	1,579,911.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	1,547,216.	1,579,911.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,547,216.	1,579,911.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,547,216.
2	Enter amount from Part I, line 27a	2	93,331.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,640,547.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	60,636.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,579,911.

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 PART IV SCHEDULE			
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				
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				
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	123,762.
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	0.

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	85,500.	1,844,990.	0.046342
2013	46,500.	1,691,105.	0.027497
2012	98,351.	1,604,511.	0.061297
2011	86,533.	1,615,861.	0.053552
2010	66,000.	1,561,365.	0.042271

2	**Total** of line 1, column (d)	2	0.230959
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	0.046192
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,891,233.
5	Multiply line 4 by line 3	5	87,360.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,898.
7	Add lines 5 and 6	7	89,258.
8	Enter qualifying distributions from Part XII, line 4	8	91,000.

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 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 ▶ [X] and enter 1% of Part I, line 27b			1	1,898.
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	
3	Add lines 1 and 2			3	1,898.
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	1,898.
6	Credits/Payments.				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4,472.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	4,472.
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	2,574.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 2,574. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RODERICK HELLER III Telephone no ▶

Located at ▶ 1344 CARNTON LANE FRANKLIN, TN ZIP+4 ▶ 37064

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

			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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	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. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)*	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

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**

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: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
ATCH 11		0.	0.	0.

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

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

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

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

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

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

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

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

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

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

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	998,366.
b	Average of monthly cash balances	1b	115,291.
c	Fair market value of all other assets (see instructions)	1c	806,376.
d	**Total** (add lines 1a, b, and c)	1d	1,920,033.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,920,033.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	28,800.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,891,233.
6	**Minimum investment return.** Enter 5% of line 5	6	94,562.

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	94,562.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,898.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,898.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	92,664.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	92,664.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	92,664.

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	91,000.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	91,000.
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	1,898.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	89,102.

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				92,664.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			86,972.	
b Total for prior years 20 13 ,20 12 ,20 11				
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: ▶ $ 91,000.				
a Applied to 2014, but not more than line 2a			86,972.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				4,028.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				88,636.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

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

RODERICK HELLER III

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

NONE

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

Check here ▶ [X] 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 12				
Total ▶ **3a**				91,000.
b *Approved for future payment*				
Total ▶ **3b**				

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.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	52.	
4 Dividends and interest from securities			14	27,453.	
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			18	588.	
8 Gain or (loss) from sales of assets other than inventory			18	169,502.	
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)				197,595.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 197,595.

(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)		X
(2) Other assets	1a(2)		X
b Other transactions.			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
	N/A		N/A

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

Signature of officer or trustee: [signature] Date: May 15, 2016 Title: Treasurer

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
K. McKenna	[signature]	5/12/16	X	P00708363
Firm's name ▶ ROSEMCKENNA, PLLC			Firm's EIN ▶ 45-4149985	
Firm's address ▶ 919 EIGHTEENTH STREET, NW STE 625 WASHINGTON, DC 20006			Phone no 202-862-1880	

Form 990-PF (2015)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		ENTERPRISE PRD PRTNRS PROPERTY TYPE: SECURITIES				P	03/27/2008	03/04/2015
32,940.		14,658.					20,807.	
		BANK OF NOVA SCOTIA PROPERTY TYPE: SECURITIES				P	VAR	03/16/2015
49,952.		43,813.					6,139.	
		ANNALY CAPITAL MGMT PROPERTY TYPE: SECURITIES				P	11/10/2014	04/17/2015
5,138.		5,633.					-495.	
		ANNALY CAPITAL MGMT PROPERTY TYPE: SECURITIES				P	VAR	04/17/2015
15,413.		24,788.					-9,375.	
		ENTERPRISE PRD PRTNRS PROPERTY TYPE: SECURITIES				P	VAR	07/01/2015
87,229.		44,169.					48,210.	
		MONTPELIER RE HLDGS PROPERTY TYPE: SECURITIES				P	VAR	07/28/2015
94,108.		58,820.					35,288.	
		MONTPELIER RE HLDGS PROPERTY TYPE: SECURITIES				P	10/13/2014	07/28/2015
8,183.		6,325.					1,858.	
		CAPSTEAD MTG CORP PROPERTY TYPE: SECURITIES				P	02/27/2015	11/09/2015
4,768.		5,964.					-1,196.	
		FIRST POTOMAC REALTY PROPERTY TYPE: SECURITIES				P	11/10/2014	11/09/2015
11,508.		12,307.					-799.	
		REGIONS FINANCIAL CO PROPERTY TYPE: SECURITIES				P	VAR	11/09/2015
49,740.		49,419.					321.	
		CAPSTEAD MTG CORP PROPERTY TYPE: SECURITIES				P	VAR	11/09/2015
19,073.		25,866.					-6,793.	
		FIRST POTOMAC REALTY PROPERTY TYPE: SECURITIES				P	VAR	11/09/2015
46,032.		33,275.					12,757.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		THE BURTON PARTNERSHIP (QP) PROPERTY TYPE: SECURITIES				P	VAR	12/31/2015
-1,985.							-1,985.	
		THE BURTON PARTNERSHIP (QP) PROPERTY TYPE: SECURITIES				P	VAR	12/31/2015
18,303.							18,303.	
		ENTERPRISE PRD PRTNRS PROPERTY TYPE: SECURITIES				P	VAR	12/31/2015
142.							142.	
		CHARLES SCHWAB CAPITAL GAIN DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VAR	12/31/2015
580.							580.	
TOTAL GAIN(LOSS)							123,762.	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB	10.	10.
THE BURTON PARTNERSHIP	38.	38.
ENTERPRISE PRODUCTS PARTNERS	4.	4.
TOTAL	52.	52.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB		20,898.	20,898.
BURTON PARTNERSHIP		6,555.	6,555.
	TOTAL	27,453.	27,453.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THE BURTON PARTNERSHIP (QP), LP	-2,587.	-2,587.
THE BURTON PARTNERSHIP (QP), LP ROYALTY	2.	2.
GAIN FROM 4797		45,740.
ENTERPRISE PRODUCTS PARTNERS LP	3,131.	3,131.
ENTERPRISE PRODUCTS PARTNERS OTHER	42.	42.
TOTALS	588.	46,328.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PROFESSIONAL FEE	2,305.	2,305.		
TOTALS	2,305.	2,305.		

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THE BURTON PARTNERSHIP	11.	11.
TOTALS	11.	11.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BURTON FOREIGN TAXES PAID	8.	8.
FEDERAL TAXES	5,500.	
CHARLES SCHWAB FOREIGN TAXES	671.	671.
TOTALS	6,179.	679.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BURTON PTNERSHIP PORTFOLIO EXP	763.	763.
BURTON PTNERSHIP CASH CONTRIB	1.	
WAGNER LINE PRNRSHP PORT DED	3,685.	3,685.
REGISTRATION FEES	320.	320.
TOTALS	4,769.	4,768.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CHARLES SCHWAB - SEE ATTACHED	652,963.	815,070.
TOTALS	652,963.	815,070.

Investment Detail - Equities

Equities	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
BANK OF NOVA SCOTIA F	**1,000.0000**	**40.4400**	**40,440.00**	**4%**	**(15,140.91)**	**5.27%**	**2,131.22**
SYMBOL: BNS	250.0000	50.6614	12,665.35	07/26/12	(2,555.35)	1253	Long-Term
	250.0000	58.0514	14,512.85	12/18/12	(4,402.85)	1108	Long-Term
	250.0000	56.9718	14,242.97	05/15/13	(4,132.97)	960	Long-Term
	250.0000	56.6389	14,159.74	05/17/13	(4,049.74)	958	Long-Term
Cost Basis			*55,580.91*				
BERKSHIRE HATHAWAY	**1,000.0000**	**132.0400**	**132,040.00**	**13%**	**45,162.35**	**N/A**	**N/A**
CLASS B	250.0000	66.3414	16,585.35[1]	01/14/10	16,424.65	2177	Long-Term
SYMBOL: BRKB	100.0000	70.7235	7,072.35	08/09/11	6,131.65	1605	Long-Term
	100.0000	70.2735	7,027.35	09/19/11	6,176.65	1564	Long-Term
	50.0000	74.0070	3,700.35	11/25/11	2,901.65	1497	Long-Term
	100.0000	82.4835	8,248.35	03/27/12	4,955.65	1374	Long-Term
	100.0000	86.2335	8,623.35	08/21/12	4,580.65	1227	Long-Term
	100.0000	90.7535	9,075.35	12/18/12	4,128.65	1108	Long-Term
	100.0000	128.8235	12,882.35	06/10/14	321.65	569	Long-Term
	100.0000	136.6285	13,662.85	08/27/14	(458.85)	491	Long-Term
Cost Basis			*86,877.65*				
ONEBEACON INSURANCE F	**6,000.0000**	**12.4100**	**74,460.00**	**7%**	**(12,206.83)**	**6.76%**	**5,040.00**
CLASS A	500.0000	13.5900	6,795.00	04/21/11	(590.00)	1715	Long-Term
SYMBOL: OB	63.0000	14.9100	939.33	06/01/11	(157.50)	1674	Long-Term
	100.0000	14.9435	1,494.35	06/01/11	(253.35)	1674	Long-Term
	137.0000	14.9000	2,041.30	06/01/11	(341.13)	1674	Long-Term
	700.0000	14.8800	10,416.00	06/01/11	(1,729.00)	1674	Long-Term
	1,000.0000	14.0907	14,090.75	11/25/11	(1,680.75)	1497	Long-Term

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Equities (continued)

Equities (continued)	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Estimated Yield / Holding Days	Estimated Annual Income / Holding Period
ONEBEACON INSURANCE F	500.0000	16.4069	8,203.45	11/13/14	(1,998.45)	413	Long-Term
	1,000.0000	15.1289	15,128.95	05/01/15	(2,718.95)	244	Short-Term
	1,000.0000	14.6588	14,658.85	05/06/15	(2,248.85)	239	Short-Term
	1,000.0000	12.8988	12,898.85	12/17/15	(488.85)	14	Short-Term
Cost Basis			*86,666.83*				
RITE AID CORPORATION	**20,000.0000**	**7.8400**	**156,800.00**	**15%**	**89,940.54**	**N/A**	**N/A**
SYMBOL: RAD	5,000.0000	1.2306	6,153.33	12/21/12	33,046.67	1105	Long-Term
	5,000.0000	2.5219	12,609.99	04/24/13	26,590.01	981	Long-Term
	5,000.0000	2.5519	12,759.99	05/14/13	26,440 01	961	Long-Term
	1,000.0000	6.6679	6,667.95	07/31/14	1,172.05	518	Long-Term
	1,000.0000	5.1089	5,108.95	09/19/14	2,731.05	468	Long-Term
	200.0000	7.7539	1,550 79	01/07/15	17 21	358	Short-Term
	800.0000	7.7569	6,205.56	01/07/15	66.44	358	Short-Term
	1,000.0000	7.7639	7,763.95	01/07/15	76.05	358	Short-Term
	1,000.0000	8.0389	8,038.95	04/17/15	(198.95)	258	Short-Term
Cost Basis			*66,859.46*				
Total Equities	**28,000.0000**		**409,740.00**	**38%**	**107,755.15**		**7,171.22**
		Total Cost Basis	[illegible]				

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Investment Detail - Other Assets

Other Assets	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
ANNALY CAPITAL MGMT	**3,000.0000**	**9.3800**	**28,140.00**	**3%**	**(3,622.59)**	**12.79%**	**3,600.00**
REIT	1,000.0000	11.3086	11,308.62	11/13/14	(1,928.62)	413	Long-Term
SYMBOL: NLY	1,000.0000	11.0086	11,008.62	12/16/14	(1,628.62)	380	Long-Term
	200.0000	9.4349	1,886.99	12/17/15	(10.99)	14	Short-Term
	800.0000	9.4479	7,558.36	12/17/15	(54.36)	14	Short-Term
Cost Basis			*31,762.59*				
CAPSTEAD MTG CORP	**3,000.0000**	**8.7400**	**26,220.00**	**2%**	**(6,752.97)**	**11.89%**	**3,120.00**
REIT	500.0000	11.9279	5,963.97	02/27/15	(1,593.97)	307	Short-Term
SYMBOL: CMO	2,000.0000	11.2534	22,506.95	07/01/15	(5,026.95)	183	Short-Term
	500.0000	9.0041	4,502.05	12/17/15	(132.05)	14	Short-Term
Cost Basis			*32,972.97*				
ISHARES CORE S&P MID CAP	**500.0000**	**139.3200**	**69,660.00**	**7%**	**6,084.76**	**1.98%**	**1,382.01**
ETF	200.0000	122.9377	24,587.55	07/25/13	3,276.45	889	Long-Term
SYMBOL: IJH	300.0000	129.9589	38,987.69	12/17/13	2,808.31	744	Long-Term
Cost Basis			*63,575.24*				
SPDR S&P 500 ETF	**1,000.0000**	**203.8700**	**203,870.00**	**19%**	**57,603.09**	**2.02%**	**4,133.72**
SYMBOL: SPY	500.0000	128.1869	64,093.45	01/06/12	37,841.55	1455	Long-Term
	250.0000	141.6571	35,414.28	03/27/12	15,553.22	1374	Long-Term
	100.0000	179.3492	17,934.92	12/17/13	2,452.08	744	Long-Term
	100.0000	189.7491	18,974.91	04/04/14	1,412.09	636	Long-Term
	50.0000	196.9870	9,849.35	06/10/14	344.15	569	Long-Term
Cost Basis			*146,266.91*			*Accrued Dividend: 1,211.55*	

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Schwab One® Account of
THE HELLER FAMILY FOUNDATION I

Account Number
[redacted]

Statement Period
December 1-31, 2015

Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
VANGUARD TOTAL STOCK	**800.0000**	**104.3000**	**83,440.00**	**8%**	**1,039.67**	**2.23%**	**1,865.60**
MARKET ETF	200.0000	98.9773	19,795.47	03/06/14	1,064.53	665	Long-Term
SYMBOL: VTI	100.0000	98.7335	9,873.35	04/01/14	556.65	639	Long-Term
	100.0000	99.7895	9,978.95	08/05/14	451.05	513	Long-Term
	100.0000	103.7985	10,379.85	08/27/14	50.15	491	Long-Term
	200.0000	107.9412	21,588.25	07/02/15	(728.25)	182	Short-Term
	100.0000	107.8446	10,784.46	08/11/15	(354.46)	142	Short-Term
Cost Basis			*82,400.33*				
Total Other Assets	8,300.0000		411,330.00	39%	54,351.96		14,101.33
		Total Cost Basis	*356,978.04*				

Total Accrued Dividend for Other Assets 1,211.55

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Total Investment Detail	1,049,684.88
Total Account Value	1,049,684.88
Total Cost Basis	*852,982.89*

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WAGNER LINE LP	192,946.	192,946.
THE BURTON PARTNERSHIP	498,100.	594,934.
TOTALS	691,046.	787,880.

ATTACHMENT 10

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		60,636.
	TOTAL	60,636.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
RODERICK HELLER III 1344 CARNTON LANE FRANKLIN, TN 37064	DIRECTOR 2.00
ELIZABETH ANNE HELLER 252 WARREN STREET BROOKLYN, NY 11201	DIRECTOR 2.00
CAROLYNN AYRES HELLER 9 BEECHDALE ROAD BALTIMORE, MD 21210	DIRECTOR 2.00
RODERICK HELLER IV 55 AGNES STREET OAKLAND, CA 94618	DIRECTOR 2.00

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OAKLAND CHILDREN'S HOSPITAL PO BOX 2054 OAKLAND, CA 94604-2054	NONE PC	GENERAL USE	2,000.
MY OWN MONTESSORI 5723 OAK GROVE AVENUE OAKLAND, CA 94618	NONE PC	GENERAL USE	1,000.
THE LAND TRUST FOR TENNESSEE 209 10TH AVE. S. SUITE 511 NASHVILLE, TN 37203	NONE PC	GENERAL USE	5,000.
LIGHTHOUSE COMMUNITY CHARTER SCHOOL, K-12 444 HEGENBERGER ROAD OAKLAND, CA 94621	NONE PC	GENERAL USE	2,000.
STUDIO TENN THEATRE COMPANY 230 FRANKLIN ROAD SUITE 809 FRANKLIN, TN 37064	NONE PC	GENERAL USE	10,000.
FUND FOR THE CITY OF NEW YORK, POWER OF TWO 400 ROCKAWAY AVENUE SUITE 2 BROOKLYN, NY 11212	NONE PC	GENERAL USE	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRANKLIN'S CHARGE 604 WEST MAIN STREET FRANKLIN, TN 37064	NONE PC	GENERAL USE	40,000.
HERITAGE FOUNDATION, THE OLD, OLD JAIL P.O. BOX 723 FRANKLIN, TN 37065	NONE PC	GENERAL USE	10,000.
MONTCLAIR PRESBYTERIAN CHURCH 5701 THORNHILL DRIVE OAKLAND, CA 94611	NONE PC	GENERAL USE	3,000.
FUSION PARTNERSHIPS 1601 GUILFORD AVE. BALTIMORE, MD 21202	NONE PC	GENERAL USE	4,000.
CURE VIOLENCE 1603 WEST TAYLOR STREET, MC #923 CHICAGO, IL 60612	NONE PC	GENERAL USE	750.
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK, NY 10168	NONE PC	GENERAL USE	750.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MAKE A WISH FOUNDATION 111 MARCUS AVE SUITE LL22 LAKE SUCCESS, NY 11042	NONE PC	GENERAL USE	750.
EVA NEPAL / JEVAIA INTERNATIONAL 56 TREMONT STREET HARTFORD, CT 06105	NONE PC	GENERAL USE	1,000.
EQUAL CHANCE FOR EDUCATION 700 BELL MEADE BLVD NASHVILLE, TN 37205	NONE PC	GENERAL USE	5,000.
QUILLIAM FOUNDATION P.O. BOX 60380 LONDON UNITED KINGDOM	NONE PC	GENERAL USE	750.
		TOTAL CONTRIBUTIONS PAID	91,000.

Distributions of Property Valued at Fair Market Value

Organization	THE HELLER FAMILY FOUNDATION
TIN	52-2034432
Tax Year Ended	DECEMBER 31, 2015

Form 990-PF, Part I, Line 25, Column (a) Distributions of property valued at fair market value at date of distribution

1 Date of distribution DECEMBER 30, 2015

2 Description of property 12 90% INTEREST IN WAGNER LINE PARTNERSHIP, LP (EIN 46-4350623)

3 Book value $ 38,589

Method for determining book value TAX BASIS OF PARTNERSHIP INTEREST

4 Fair market value $ 40,000

Method for determining fair market value RECENT SALES