



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 THE GOODMAN FOUNDATION INC		A Employer identification number 56-6034757	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1040		B Telephone number (see instructions) (704) 633-5982	
City or town, state or province, country, and ZIP or foreign postal code SALISBURY, NC 28145		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,932,975		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	155,276			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5	5		
	4 Dividends and interest from securities	226,661	211,611		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	218,310			
	b Gross sales price for all assets on line 6a 1,021,988				
	7 Capital gain net income (from Part IV, line 2) . . .		218,310		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total.Add lines 1 through 11	600,252	429,926		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	39,307	39,307		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	4,948			
	19 Depreciation (attach schedule) and depletion . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	281			281
	24 Total operating and administrative expenses. Add lines 13 through 23	44,536	39,307		281
	25 Contributions, gifts, grants paid	400,410			400,410
	26 Total expenses and disbursements.Add lines 24 and 25	444,946	39,307		400,691
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	155,306			
	b Net investment income (if negative, enter -0-)		390,619		
	c Adjusted net income(if negative, enter -0-) . . .				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	24,764	1,724	1,724
	2	Savings and temporary cash investments	190,275	75,631	75,631
	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)	5,078,629	4,220,727	4,220,727
	c	Investments—corporate bonds (attach schedule)	1,990,851	2,109,337	2,109,337
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans.			
	13	Investments—other (attach schedule)	1,240,964	1,525,556	1,525,556
	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)	8,525,483	7,932,975	7,932,975	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	8,525,483	7,932,975	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances(see instructions)	8,525,483	7,932,975	
31	Total liabilities and net assets/fund balances(see instructions)	8,525,483	7,932,975		

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	8,525,483
2	Enter amount from Part I, line 27a	2	155,306
3	Other increases not included in line 2 (itemize) ▶ _____	3	-747,814
4	Add lines 1, 2, and 3	4	7,932,975
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,932,975

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (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			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	218,310
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	29,494

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	383,769	8,357,770	0 045918
2013	225,108	7,566,020	0 029752
2012	140,163	6,650,301	0 021076
2011	251,634	6,407,785	0 039270
2010	121,484	5,471,172	0 022204

2	Total of line 1, column (d).	2	0 158220
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 031644
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	8,339,250
5	Multiply line 4 by line 3.	5	263,887
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,906
7	Add lines 5 and 6.	7	267,793
8	Enter qualifying distributions from Part XII, line 4.	8	400,691

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

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-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

1,000

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.

8

Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**.

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** **Refunded**

1	3,906
2	
3	3,906
4	
5	3,906
6a	1,000
6b	
6c	
6d	
7	1,000
8	39
9	2,945
10	
11	

Part VII-A

Statements Regarding Activities

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)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1b

No

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 \$ _____ (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

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)
 NC _____

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)*

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? Website address N/A	13	Yes	
14	The books are in care of ARTHUR L HATTAWAY JR Located at 120 1/2 N CHURCH ST SALISBURY NC Telephone no (704) 633-5982 ZIP+4 28144			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	
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	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.).		3b	
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

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
GAIL G SETTLE	VP	0	0	0
P O BOX 1040	1 00			
SALISBURY,NC 28145				
JEFFREY V GOODMAN	PRESIDENT/TR	0	0	0
PO BOX 1040	1 00			
SALISBURY,NC 281451040				
MICHAEL A GOODMAN	SECRETARY	0	0	0
PO BOX 1040	1 00			
SALISBURY,NC 281451040				
ARTHUR L HATTAWAY JR	ASST SEC	0	0	0
PO BOX 1040	1 00			
SALISBURY,NC 281451040				

2

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

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

Total

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

Form 990-PF (2015)

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

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	8,325,668
b	Average of monthly cash balances.	1b	140,576
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,466,244
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	8,466,244
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	126,994
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,339,250
6	Minimum investment return. Enter 5% of line 5.	6	416,963

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	416,963
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	3,906
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,906
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	413,057
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	413,057
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	413,057

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	400,691
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	400,691
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	3,906
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	396,785

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				413,057
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			398,990	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ _____ 400,691				
a Applied to 2014, but not more than line 2a			398,990	
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.				1,701
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 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				411,356
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.				
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

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 14942(j)(3) or 14942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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 email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<div>a Paid during the year</div> See Additional Data Table				
Total			3a	400,410
<div>b Approved for future payment</div>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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.

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

[illegible]

b If "Yes," complete the following schedule

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

* * * * *

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 PAMELA P HIPP	Preparer's Signature	Date 2016-03-15	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00737567
	Firm's name <input type="checkbox"/> PAMELA P HIPP CPA			Firm's EIN <input type="checkbox"/> 26-4300546	
	Firm's address <input type="checkbox"/> 1175 BEE LINE LANE SALISBURY, NC 28147			Phone no (704) 633-5982	

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
9373 384 ROYCE RD PENN MUT INV	P	2010-03-24	2015-02-03
775 ORACLE CORP COM	P	2013-08-27	2015-01-28
306 19 ARTISAN MIDCAP VALUE	P	2013-11-21	2015-02-03
352 78 ARTISAN MIDCAP VALUE	P	2012-12-19	2015-02-03
4398 827 ARTISAN MIDCAP VALUE	P	2012-07-30	2015-02-03
517 866 ARTISAN MIDCAP VALUE	P	2012-06-04	2015-02-03
112 49 ARTISAN MIDCAP VALUE	P	2011-12-15	2015-02-03
1326 964 ARTISAN MIDCAP VALUE	P	2011-10-04	2015-02-03
1600 PETSMART	P	2014-03-12	2015-02-23
6330 NOBLE	P	2014-12-11	2015-06-01

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
118,731		94,691	24,040
30,006		24,797	5,209
7,642		8,074	-432
8,805		7,348	1,457
109,795		90,000	19,795
12,926		10,000	2,926
2,808		2,142	666
33,121		25,000	8,121
132,636		110,961	21,675
104,299		96,480	7,819

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			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			24,040
			5,209
			-432
			1,457
			19,795
			2,926
			666
			8,121
			21,675
			7,819

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
800 ANTHEM	P	2013-03-13	2015-06-29
400 ANTHEM	P	2014-06-16	2015-06-29
1000 QUALCOMM INC	P	2013-04-12	2015-07-30
700 QUALCOMM INC	P	2013-08-27	2015-07-30
3960 FIFTH THIRD BANCORP	P	2013-10-30	2015-08-24
50000 NC MED CARE REV	P	2005-12-16	2015-10-01

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)
131,140		51,994	79,146
65,570		42,890	22,680
63,468		66,577	-3,109
44,428		46,529	-2,101
75,263		76,221	-958
50,000		49,974	26

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	
			79,146
			22,680
			-3,109
			-2,101
			-958
			26

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALL SOULS COUNSELING CENTER 35 ARLINGTON ST ASHEVILLE,NC 28801			OPERATING EXPENSES	1,000
ANNUAL GIVING FOR NCSU CAMPUS BOX 7511 RALEIGH,NC 276957511			ACADEMIC PROGRAM SUPPORT	15,000
APPLACHIAN REGIONAL HEALTHCARE FOUN PO BOX 2600 BOONE,NC 28607			SUPPORT MEDICAL FOUNDATION	3,000
ASEVHILLE BUNCOME COUNTY CHRISTAIN 30 CUMBERLAND AVE ASHEVILLE,NC 28801			CHARITY	1,000
ASHEVILLE ART MUSEUM 2 SOUTH PACK SQUARE ASHEVILLE,NC 28801			OPERATIONAL EXPENSES	1,000
ASHEVILLE HUMANE SOCIETY 14 FOREVER FRIEND LANE ASHEVILLE,NC 28806			OPERATIONAL EXPENSES	1,000
BILTMORE BAPTIST CHURCH 35 CLAYTON RD ARDEN,NC 28704			RELIGIOUS ORGANIZATION	15,000
BUDDIES PLACE CAT RESCUE PO BOX 123593 FORT WORTH,TX 76121			OPERATIONAL EXPENSES	6,000
CARING FOR CHILDREN INC PO BOX 19113 ASHEVILLE,NC 28815			OPERATIONAL EXPENSES	2,000
CATAWBA COLLEGE 2300 WINNES ST SALISBURY,NC 281442488			CAPITAL IMPROVEMENTS	100,000
CENTRAL UNITED METHODIST 27 CHURCH STREET ASHEVILLE,NC 28801			RELIGIOUS ORGANIZATION	61,000
COMMUNITY FOUNDATION OF NORTH TEXAX 306 W 7TH ST 1045 FORT WORTH,TX 76102			OPERATIONAL EXPENSES	1,000
COOK CHILDREN'S FOUNDATION 801 7TH AVENUE FORT WORTH,TX 76104			OPERATIONAL EXPENSES	200
DALLAS CHILDRENS ADVOCACY CENTER 5351 SAMUEL BLVD DALLAS,TX 75228			OPERATIONAL EXPENSES	1,000
FIRST PRESBYTERIAN CHURCH 308 WEST FISHER STREET SALISBURY,NC 28144			RELIGIOUS ORGANIZATION	5,050
Total			3a	400,410

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GIRLS ON THE RUN OF WNC 50 S FRENCH BROAD ST SUITE 249 ASHEVILLE,NC 28801			OPERATIONAL EXPENSES	1,000
GIVENS ESTATES 2360 SWEETEN CREEK RD ASHEVILLE,NC 28803			RELIGIOUS ORGANIZATION	100
GLADNEY CENTER FOR ADOPTION 6300 JOHN RYAN DRIVE FORT WORTH,TX 76132			OPERATIONAL EXPENSES	500
GOODFELLOW FUND PO BOX 1870 FORT WORTH,TX 76101			OPERATIONAL EXPENSES	500
GREENSBORO COLLEGE 815 WEST MARKET ST GREENSBORO,NC 28802			ACADEMIC PROGRAM SUPPORT	2,000
HEART OF THE CROSS PO BOX 1964 ASHEVILLE,NC 28802			RELIGIOUS ORGANIZATION	1,000
LEADERSHIP FORT WORTH PO BOX 11371 FORT WORTH,TX 76110			OPERATIONAL EXPENSES	500
MICHAEL J FOX FOUNDATION GRAND CENTRAL STATION PO BOX 4777 NEW YORK,NY 101634777			RESEARCH	5,000
MISSION FOUNDATION PO BOX 5363 ASHEVILLE,NC 28813			SUPPORT MEDICAL FOUADATION	66,000
NC STATE UNIVERSITY STUDENT AID ASS PO BOX 37100 RALIEGH,NC 27627			ACADEMIC PROGRAM SUPPORT	10,000
REAL CHRISTIAN FOUNDATON PO BOX 180059 RICHLAND,MS 39218			CHARITY	5,000
SOUTHSIDE CHRISTIAN SCHOOL 2211 WOODRUFF RD SIMPSONVILLE,SC 29681			OPERATIONAL EXPENSES	20,000
STAR OF HOPE MISSION PO BOX 1505 HOUSTON,TX 77251			OPERATIONAL EXPENSES	200
ST ANDREWS UNIVERSITY 1700 DOGWOOD MILE LAURINBURG,NC 28352			EDUCATIONAL SUPPORT	1,000
ST FRANCIS EPISCOPAL DAY SCHOOL 335 PINEY POINT ROAD HOUSTON,TX 77024			EDUCATIONAL PROGRAMS	1,000
Total 3a				400,410

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE CENTER FOR DISORDE 297 HAYWOOD ST ASHEVILLE,NC 28801			SUPPORT EDUCATION PROGRAMS	25,000
TARRANT AREA FOOD BANK 2525 CULLEN STREET FORT WORTH,TX 76107			OPERATIONAL EXPENSES	200
TARRANT COUNTY BAR FOUNDATION 1315 CALHOUN ST FORT WORTH,TX 76102			OPERATIONAL EXPENSES	500
TEXAS A&M UNIVERSITY - SCHOOL OF LA 1515 COMMERCE STREET FORT WORTH,TX 76102			ADADEMIC PROGRAM SUPPORT	500
TEXAS CHRISTIAN UNIVERSITY 2800 S UNIVERSITY DR FORT WORTH,TX 76129			ACADEMIC PROGRAM SUPPORT	5,000
TEXAS HEART INSTITUTE PO BOX 20345 HOUSTON,TX 77225			OPERATIONAL EXPENSES	200
THE AGRICULTURAL DEVELOPMENT FUND PO BOX 1505 FORT WORTH,TX 76101			OPERATIONAL EXPENSES	200
THE ARC OF COLLIN DALLAS & ROCKWAL 12700 HILLCREST RD SUITE 200 DALLAS,TX 75230			OPERATIONAL EXPENSES	1,500
THE COMMUNITY FOUNDATION - WOMEN FO 4 VANDERBILT PARK DR SUITE 300 ASHEVILLE,NC 28803			CHARITY	1,100
THE COMMUNITY FOUNDATION OF WNC PO BOX 1888 ASHEVILLE,NC 28802			OPERATIONAL EXPENSES	1,100
THE FIRST TEE OF FORT WORTH 1900 ROCKWOOD PARK DR N FORT WORTH,TX 76114			OPERATIONAL EXPENSES	500
THE NC ARBORETUM SOCIETY 100 FREDERICK LAW OLMSTED ASHEVILLE,NC 28806			OPERATIONAL EXPENSES	60
THE SALVATION ARMY PO BOX 1778 ASHEVILLE,NC 288021778			CHARITY	500
UNC-ASHEVILLE FOUNDATION ONE UNIVERSITY HEIGHTS CPO 3800 ASHEVILLE,NC 28804			ACADEMIC PROGRAM SUPPORT	1,000
UNC-TV PO BOX 600067 RALEIGH,NC 27675			OPERATIONAL EXPENSES	1,000
Total			3a	400,410

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY OF ASHEVILLE 50 S FRENCH BROAD AVE ASHEVILLE,NC 28801			CHARTIABLE	26,500
WATAUGA HUMANE SOCIETY 312 PAWS WAY BOONE,NC 28607			OPERATIONAL EXPENSES	5,000
YOSEF PO BOX 32025 BOONE,NC 28608			SCHOLARSHIPS	3,500
Total				3a 400,410

TY 2015 Investments Corporate Bonds Schedule**Name:** THE GOODMAN FOUNDATION INC**EIN:** 56-6034757

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LOOMIS SAYLES BOND FUND	70,818	70,818
LORD ABBETT HIGH YIELD I	188,648	188,648
METROPOLITAN WEST HIGH	17,493	17,493
METROPOLITAN WEST TOTAL	490,585	490,585
OPPENHEIMER INTL BOND FD	211,697	211,697
PIMCO LOW DURATION FUND	548,316	548,316
TEMPLETON GLOBAL BOND	235,132	235,132
VANGUARD INFLATION	346,648	346,648

TY 2015 Investments Corporate Stock Schedule

Name: THE GOODMAN FOUNDATION INC
EIN: 56-6034757

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AETNA INC 1170 SHS	126,500	126,500
AFLAC INC QTY 1700 SHS	101,830	101,830
ANTHEM INC 1200 SHS		
APPLE INC 1610 SHS	169,469	169,469
AT&T INC NEW 1850 SHS	63,659	63,659
BED BATH & BEYOND 1330 SHS	64,173	64,173
BLACK ROCK INC 400 SHS	136,208	136,208
CARY NC 4%20	92,973	92,973
CHEVRON CORPORATION 1145 SHS	103,004	103,004
CISCO SYSTEMS INC 5250 SHS	142,564	142,564
CVS CAREMARK CORP 1770 SHS	173,053	173,053
CARDINAL HEALTH INC 770 SHS	68,738	68,738
DEERE & CO 1200 SHS	91,524	91,524
DISCOVER FINANCIAL SVCS 1500 SHS	80,430	80,430
DOVER CORPORATION 1545 SHS	94,724	94,724
EMERSON ELECTRIC CO 1380 SHS	66,005	66,005
EXXON MOBIL CORPORATION 900 SHS	70,155	70,155
FIFTH THIRD BANCORP 3960 SHS		
GENERAL ELECTRIC CO 4200 SHS	130,830	130,830
HOME DEPOT INC 730 SHS	96,543	96,543
INTEL CORP 4830 SHS	166,394	166,394
JOHNSON & JOHNSON 1010 SHS	103,747	103,747
JPMORGAN CHASE & CO 1860 SHS	122,816	122,816
KINDER MORGAN INC 3800 SHS	56,696	56,696
MICROSOFT CORP 2910 SHS	161,447	161,447
NOBLE CORP PLC 6330 SHS		
NORDSTROM INC 1500 SHS	74,715	74,715
NORTH CAROLINA 5.25%20	95,515	95,515
NORTH CAROLINA 5.875%35		
ORACLE CORPORATION 775 SHS		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ORACLE CORPORATION 2695 SHS	98,448	98,448
PAYCHEX INC 2315 SHS	122,440	122,440
PEPSICO INCORPORATED 1600 SHS	159,872	159,872
PETSMART 1600 SHS		
PNC FINL SERVICES GP INC 1250 SHS	119,138	119,138
PROCTER & GAMBLE 1025 SHS	81,395	81,395
PRUDENTIAL FINANCIAL INC 1250 SHS	101,763	101,763
QUALCOMM INC 1700 SHS		
RIO TINTO PLC SPON ADR F 2540 SHS	73,965	73,965
STRYKER CORP 1120 SHS	104,093	104,093
SYSCO CORPORATION 2110 SHS	86,510	86,510
TAIWAN SEMICONDUCTOR ADRF 4820 SHS	109,655	109,655
TIME WARNER INC NEW 2310 SHS	149,388	149,388
TOTAL S A ADR F 1650 SHS	74,168	74,168
TRAVELERS COMPANIES 730 SHS	82,388	82,388
UNIVERSITY NC WILM 5%22	92,551	92,551
VERIZON COMMUNICATIONS 550 SHS	25,421	25,421
WAL-MART STORES INC 1400 SHS	85,820	85,820

TY 2015 Investments - Other Schedule**Name:** THE GOODMAN FOUNDATION INC**EIN:** 56-6034757

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN FD EUROPACIFIC FUND	FMV	226,661	226,661
ARTISAN MID CAP VALUE FD	FMV		
DELAWARE SMALL CAP VALUE	FMV	185,341	185,341
MATTHEWS PACIFIC TIGER FUND	FMV	125,856	125,856
OPPENHEIMER DEVLEOPING FUND	FMV	100,857	100,857
ROYCE PA MUTUAL FUND	FMV		
ISHARES TR S&P GLOBAL FUND	FMV	46,859	46,859
ISHARES RUSSELL 2000	FMV	108,115	108,115
SPDR S&P BIOTECH ETF	FMV	124,254	124,254
VANGUARD MSCI EMERGING FUND	FMV		
WISDOMTREE INTERNATIONAL	FMV	265,097	265,097
WISDOMTREE MIDCAP	FMV	276,954	276,954
WISDOMTREE TRUST FUND	FMV	65,562	65,562

TY 2015 Other Expenses Schedule

Name: THE GOODMAN FOUNDATION INC

EIN: 56-6034757

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK SERVICE CHARGES	281			281

TY 2015 Other Increases Schedule

Name: THE GOODMAN FOUNDATION INC

EIN: 56-6034757

Description	Amount
UNREALIZED GAIN/LOSS ON SECURITIES	-747,814

TY 2015 Other Professional Fees Schedule

Name: THE GOODMAN FOUNDATION INC

EIN: 56-6034757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISOR FEES	39,307	39,307		

TY 2015 Taxes Schedule

Name: THE GOODMAN FOUNDATION INC

EIN: 56-6034757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	4,948			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047
		2015

Name of the organization THE GOODMAN FOUNDATION INC	Employer identification number 56-6034757
---	---

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Name of organization THE GOODMAN FOUNDATION INC	Employer identification number 56-6034757
---	---

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	AGGREGATE RESOURCES LLC	\$ 23,732	Person <input checked="" type="checkbox"/>
	PO BOX 425		Payroll <input type="checkbox"/>
	SWANNANO A, NC 28778		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	B V HEDRICK GRAVEL & SAND COMPANY	\$ 80,797	Person <input checked="" type="checkbox"/>
	PO BOX 1040		Payroll <input type="checkbox"/>
	SALISBURY, NC 28145		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	MATERIAL SALES COMPANY	\$ 8,846	Person <input checked="" type="checkbox"/>
	PO BOX 1040		Payroll <input type="checkbox"/>
	SALIBURY, NC 28145		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
4	CUMBERLAND GRAVEL SAND COMPANY	\$ 20,425	Person <input checked="" type="checkbox"/>
	PO BOX 425		Payroll <input type="checkbox"/>
	SWANNANO A, NC 28778		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
5	SOUTHERN CONCRETE MATERIALS	\$ 21,476	Person <input checked="" type="checkbox"/>
	PO BOX 1040		Payroll <input type="checkbox"/>
	SALISBURY, NC 28145		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number
56-6034757

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

[illegible]

Name of organization THE GOODMAN FOUNDATION INC	Employer identification number 56-6034757
---	---

Part III

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

Use duplicate copies of Part III if additional space is needed

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