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## Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

- 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](http://www.irs.gov/form990pf).

For calendar year 2015 or tax year beginning

, and ending

Name of foundation <b>THOMAS GUY WOOLFORD SR/CHARIT TR</b>			A Employer identification number <b>58-6026070</b>							
Number and street (or P O box number if mail is not delivered to street address) <b>P O BOX 1908</b>		Room/suite	B Telephone number (see instructions) <b>(404) 813-9304</b>							
City or town <b>ORLANDO</b>	State <b>FL</b>	ZIP code <b>32802-1908</b>								
Foreign country name	Foreign province/state/county	Foreign postal code								
<b>G</b> Check all that apply <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>			<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>C</b> If exemption application is pending, check here ► <input type="checkbox"/>	
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity									
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return									
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change									
<b>H</b> Check type of organization <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>			<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Other taxable private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation	<b>D</b> 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Other taxable private foundation									
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation									
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ <b>13,671,403</b>			<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>							
<b>J</b> Accounting method <table border="0"> <tr> <td><input checked="" type="checkbox"/> Cash</td> <td><input type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify) _____</td> </tr> </table>			<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual	<input type="checkbox"/> Other (specify) _____		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual									
<input type="checkbox"/> Other (specify) _____										

<b>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) )</b>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	294,849	297,864		
	b Gross sales price for all assets on line 6a	2,018,776			
	7 Capital gain net income (from Part IV, line 2)		137,924	137,924	
	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)					
<b>12 Total. Add lines 1 through 11</b>	<b>432,773</b>	<b>435,788</b>	<b>0</b>	<b>31,065</b>	
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	62,130	31,065		31,065
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	18,757	2,438		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	<b>24 Total operating and administrative expenses.</b>	<b>83,387</b>	<b>33,503</b>	<b>0</b>	<b>33,565</b>
25 Contributions, gifts, grants paid	655,000			655,000	
<b>26 Total expenses and disbursements. Add lines 24 and 25</b>	<b>738,387</b>	<b>33,503</b>	<b>0</b>	<b>688,565</b>	
<b>27 Subtract line 26 from line 12</b>					
a Excess of revenue over expenses and disbursements	-305,614				
b Net investment income (if negative, enter -0-)		402,285			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2015)

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		2,346	2,346
	2	Savings and temporary cash investments	280,616	322,467	322,467
	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)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	11,638,380	11,288,569	13,346,590
	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)	11,918,996	11,613,382	13,671,403
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► )			
	23	Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	11,918,996	11,613,382	
	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)	11,918,996	11,613,382	
	31	Total liabilities and net assets/fund balances (see instructions)	11,918,996	11,613,382	

## 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	11,918,996
2	Enter amount from Part I, line 27a	2	-305,614
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	11,613,382
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	11,613,382

**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 Attached Statement					
a					
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			(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			
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	137,924	
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	488,854	14,181,189	0.034472
2013	394,071	13,069,944	0.030151
2012	518,351	12,142,382	0.042689
2011	400,760	11,976,619	0.033462
2010	386,036	11,086,634	0.034820

2 Total of line 1, column (d)	2	0.175594
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	0.035119
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	14,000,514
5 Multiply line 4 by line 3	5	491,684
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,023
7 Add lines 5 and 6	7	495,707
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	688,565

**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)

1      4,023

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

2      0

c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

3      4,023

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	13,363
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      13,363

8 Enter any penalty for underpayment of estimated tax Check here  if Form 2220 is attached

8      0

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

9      0

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

10     9,340

11 Enter the amount of line 10 to be Credited to 2016 estimated tax ► 4,023 Refunded ► 11     5,317

**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      Yes      No  
1a      X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

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

1b      X

c Did the foundation file Form 1120-POL for this year?

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 ► \$ \_\_\_\_\_

1c      X

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      N/A

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) ►  
GA

8b      X

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

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► SUNTRUST BANK Located at ► P.O. BOX 1908 ORLANDO FL	Telephone no ► (404) 813-9304 ZIP+4 ► 32802-1908	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Provide a grant to an individual for travel, study, or other similar purposes?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 N/A
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b N/A

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

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

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

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

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

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

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

**Total number of others receiving over \$50,000 for professional services**

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

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

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

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

**Total. Add lines 1 through 3**

**0**

**Part X Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	
a	Average monthly fair market value of securities	1a 14,032,582
b	Average of monthly cash balances	1b 181,138
c	Fair market value of all other assets (see instructions)	1c
d	<b>Total</b> (add lines 1a, b, and c)	1d 14,213,720
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 14,213,720
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 213,206
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 14,000,514
6	<b>Minimum investment return.</b> Enter 5% of line 5	6 700,026

**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	1 700,026
2a	Tax on investment income for 2015 from Part VI, line 5	2a 4,023
b	Income tax for 2015 (This does not include the tax from Part VI )	2b
c	Add lines 2a and 2b	2c 4,023
3	Distributable amount before adjustments Subtract line 2c from line 1	3 696,003
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 696,003
6	Deduction from distributable amount (see instructions)	6
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 696,003

**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 688,565
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	3a
a	Suitability test (prior IRS approval required)	3b
b	Cash distribution test (attach the required schedule)	4 688,565
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5 4,023
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)	6 684,542
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	

**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				696,003
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			654,108	
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	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 688,565			654,108	
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				34,457
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:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b	0			
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016	0			661,546
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** **Private Operating Foundations** (see instructions and Part VII-A, question 9)

NA

**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) )

NA

**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

NA

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

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

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

KIRBY THOMPSON P O BOX 4418 MAIL CODE 041 ATLANTA, GA 30302

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

<https://www.suntrust.com/microsites/Foundations/Funds.htm>

## 6 Any submission deadlines

MARCH 31, AUGUST 31, NOVEMBER 30

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

#### SECTION 5: CAPITAL IMPROVEMENT & SPECIAL PROJECTS FOR METROPOLITAN ATL. AREA TO 501(C)(3) ORG'S IN GOOD STANDING

**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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b> See Attached Statement				
<b>Total</b>			► 3a	655,000
<b>b Approved for future payment</b> NONE				
<b>Total</b>			► 3b	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

**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****4 Dividends and interest from securities****5 Net rental income or (loss) from real estate**

a Debt-financed property

b Not debt-financed property

**6 Net rental income or (loss) from personal property****7 Other investment income****8 Gain or (loss) from sales of assets other than inventory****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)**

14 294,849

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

13 432,773

(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 )

Not Applicable



**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year****Name**

GEORGIA TECH FOUNDATION

**Street**

760 SPRING ST, NW

City ATLANTA	State GA	Zip Code 30308	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 125,000
--	-------------------

**Name**

CALLANWOLDE FOUNDATION, INC CAPITAL

**Street**

980 BRIARCLIFF ROAD, NE

City ATLANTA	State GA	Zip Code 30306	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 50,000
--	------------------

**Name**

WOODLANDS GARDEN OF DECATUR, INC

**Street**

932 SCOTT BOULEVARD

City ATLANTA	State GA	Zip Code 30030	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 20,000
--	------------------

**Name**

FIRST STEP

**Street**

302 DECATUR STREET SE

City ATLANTA	State GA	Zip Code 30312	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 30,000
--	------------------

**Name**

LITERACY ACTION, INC

**Street**

100 EDGEWOOD AVE, SUITE 650

City ATLANTA	State GA	Zip Code 30303	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 20,000
--	------------------

**Name**

THE FRAZIER CENTER

**Street**

1815 S PONCE DE LEON AVE NE

City ATLANTA	State GA	Zip Code 30307	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 25,000
--	------------------

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year****Name**

HABITAT FOR HUMANITY-DEKALB COUNTY

**Street**

P O BOX 403

City TUCKER	State GA	Zip Code 30085	Foreign Country
----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 50,000
--	------------------

**Name**

SHEPHERD CENTER FOUNDATION

**Street**

2020 PEACHTREE ROAD, NW

City ATLANTA	State GA	Zip Code 30309	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC	Amount
----------------------	-------------------------	--------

Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 50,000
--	------------------

**Name**

UNIVERSITY OF GEORGIA FOUNDATION

**Street**

394 SOUTH MILLEDGE AVE

City ATHENS	State GA	Zip Code 30602	Foreign Country
----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 100,000
--	-------------------

**Name**

MILL SPRINGS ACADEMY

**Street**

13660 NEW PROVIDENCE ROAD

City ALPHARETTA	State GA	Zip Code 30004-3413	Foreign Country
--------------------	-------------	------------------------	-----------------

Relationship NONE	Foundation Status PC	Amount
----------------------	-------------------------	--------

Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 35,000
--	------------------

**Name**

ROBERT W WOODRUFF ARTS CENTER, INC

**Street**

1280 PEACHTREE STREET NE

City ATLANTA	State GA	Zip Code 30309	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 100,000
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**Name**

ATLANTA BOTANICAL GARDEN

**Street**

1345 PIEDMONT AVENUE NE

City ATLANTA	State GA	Zip Code 30309	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC	Amount
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 50,000
--	------------------

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

	Amount	Long Term CG Distributions	Short Term CG Distributions	Check "X" to include in Part IV	Check "X" to include in Part IV	Check "X" if Purchaser is a Business	Check "X" if Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	1114.16	0						11/4/2014	6/2/2015	3,418	3,597			0	-178	
2								11/4/2014	12/1/2015	2,400	3,028			0	-628	
3								11/17/2014	6/2/2015	4,782	4,900			0	-118	
4								11/17/2014	12/1/2015	5	4,986			0	-198	
5								9/16/2014	6/2/2015	8,198	7,931			0	267	
6								8/17/2015	12/1/2015	7,500	7,543			0	-43	
7								11/4/2014	6/2/2015	3,672	3,503			0	169	
8								11/4/2014	12/1/2015	5,400	5,310			0	90	
9								11/4/2014	6/2/2015	7,480	6,972			0	518	
10								6/26/2015	12/1/2015	8,335	8,335			0	-635	
11								3/27/2015	6/2/2015	3,286	3,167			0	99	
12								3/27/2015	9/2/2015	234,004	256,833			0	-25,839	
13								8/6/2012	6/2/2015	9,535	9,832			0	-297	
14								8/6/2012	12/1/2015	7,800	8,094			0	-284	
15								8/6/2012	6/2/2015	9,126	5,799			0	3,327	
16								8/6/2012	12/1/2015	7,900	4,762			0	3,138	
17								4/27/2011	6/2/2015	6,772	6,369			0	403	
18								4/27/2011	12/1/2015	5,565	5,271			0	294	
19								3/11/2013	6/2/2015	30,849	23,596			0	7,153	
20								3/11/2013	12/1/2015	24,524	19,572			0	4,952	
21								1/15/2010	6/2/2015	33,989	17,062			0	16,927	
22								1/15/2010	12/1/2015	14,359	14,117			0	-24,222	
23								5/26/2011	6/2/2015	5,024	4,919			0	105	
24								5/26/2011	12/1/2015	4,011	3,957			0	54	
25								8/6/2012	3/10/2015	103,463	103,649			0	-188	
26								8/6/2012	3/10/2015	497,195	498,855			0	-7,750	
27								3/11/2013	3/10/2015	67,885	67,884			0	-29	
28								3/10/2013	6/2/2015	6,788	6,842			0	-54	
29								8/17/2015	12/1/2015	6,466	6,509			0	-43	
30								11/19/2012	3/27/2015	159,813	158,528			0	1,287	
31								26/2/2012	3/27/2015	103,187	101,248			0	1,939	
32								26/2/2012	6/2/2015	3,326	3,109			0	217	
33								26/2/2012	6/2/2015	88,076	82,543			0	5,533	
34								8/6/2012	6/2/2015	194,152	170,250			0	13,932	
35								8/6/2012	6/2/2015	4,088	4,218			0	-148	
36								26/2/2012	12/1/2015	6,111	6,975			0	-84	
37								8/6/2012	12/1/2015	1,881	2,099			0	-248	
38								8/8/2011	12/1/2015	638	691			0	-53	
39								26/2/2012	6/2/2015	8,012	7,351			0	661	
40								28/2/2012	12/1/2015	5,890	6,051			0	-251	
41								11/16/2014	6/2/2015	4,343	4,048			0	295	
42								11/4/2014	12/1/2015	3,500	3,339			0	161	
43								12/17/2014	6/2/2015	2,599	2,558			0	11	
44								5/1/2013	8/17/2015	152,200	169,562			0	-17,362	
45								5/1/2013	12/1/2015	4,300	4,848			0	-568	
46								12/17/2014	6/2/2015	2,000	2,064			0	-54	
47								12/17/2014	6/2/2015	12,772	12,217			0	555	
48								12/17/2014	12/1/2015	10,500	10,083			0	407	
49								5/1/2013	6/2/2015	7,751	7,930			0	-179	

**Part I, Line 16b (990-PF) - Accounting Fees**

	2,500	0	0	2,500
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	2,500			2,500

**Part I, Line 18 (990-PF) - Taxes**

		18,757	2,438	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<b>1</b>	FOREIGN TAX WITHHELD	2,438	2,438		
<b>2</b>	PY EXCISE PAYMENTS	2,956			
<b>3</b>	ESTIMATED EXCISE PAYMETNS	13,363			

**Part II, Line 13 (990-PF) - Investments - Other**

		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	0
2	TEMPLETON GLOBAL BD-ADV		0	205,377	192,364
3	ADVISORS CAMBIAR SMALL CAP-I		0	280,338	217,652
4	NEUBERGER BERMAN HIGH INCOME BD-		0	321,758	291,960
5	T ROWE PRICE DIVRSFD SMALLCAP GRC		0	279,576	323,492
6	WASATCH LONG/SHORT-I		0	463,160	353,798
7	BLACKROCK GLOBAL L/S CREDIT-INSTL		0	437,506	395,397
8	ISHARES BARCLAYS MBS BD ETF		0	397,831	400,644
9	BRANDES INTL SIC EQUITY-I		0	515,687	509,282
10	ISHARES IBOXX INV'T GRADE CORP BDE		0	508,591	532,997
11	OPPENHEIMER DEVELOPING MKTS INST		0	593,318	546,499
12	ISHARES TREASURY BOND ETF		0	627,989	623,117
13	EATON VANCE ATLANTA CAP SMID-CAP-		0	468,678	706,697
14	BLACKSTONE ALT MULTI-STRAT-I		0	710,026	710,564
15	DOUBLELINE TOTAL RETURN BD-I		0	787,770	755,801
16	DFA INTL CORE EQUITY-I		0	837,994	783,433
17	VANGUARD INSTL INDEX-I		0	860,190	992,521
18	ISHARES TR RUSSELL 1000 VALUE INDEX		0	1,618,312	2,315,857
19	ISHARES TR RUSSELL 1000 GROWTH INC		0	1,374,468	2,694,515

## **Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income**

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation AS REQ'D	Benefits	62,130	Expense Account
1	SUNTRUST BANK		P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE AS REQ'D		62,130	NONE	0	NONE
2	JENNER WOOD		P O BOX 4655	ATLANTA	GA	30302		CHAIRMAN AS REQ'D		0	NONE	0	NONE
3	JOHN GERAGHTY		P O BOX 4655	ATLANTA	GA	30302		DIST COMM AS REQ'D		0	NONE	0	NONE
4	DAVE DIERKER		P O BOX 4655	ATLANTA	GA	30302		DIST COMM AS REQ'D		0	NONE	0	NONE
5	KIRBY THOMPSON		P O BOX 4655	ATLANTA	GA	30302		SECRETARY AS REQ'D		0	NONE	0	NONE

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

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	3,341
3 Second quarter estimated tax payment	3	3,341
4 Third quarter estimated tax payment	4	3,340
5 Fourth quarter estimated tax payment	5	3,341
6 Other payments	6	
7 Total	7	13,363

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2014 that remained undistributed at the beginning of the 2015 tax year	1	654,108
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
<b>10</b>	<b>Total</b>	<b>10</b>	<b>654,108</b>