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EXTENDED TO NOVEMBER 15, 2016  
Return of Private Foundation

Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation <b>THE NORTON FOUNDATION, INC.</b>		A Employer identification number <b>61-6024040</b>
Number and street (or P O box number if mail is not delivered to street address) <b>333 EAST MAIN STREET</b>	Room/suite <b>400</b>	B Telephone number <b>(502) 893-9549</b>
City or town, state or province, country, and ZIP or foreign postal code <b>LOUISVILLE, KY 40202</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 12,463,245.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	282,019.	282,019.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	340,948.			
	b Gross sales price for all assets on line 6a	6,786,470.			
	7 Capital gain net income (from Part IV, line 2)		340,948.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	2,440.	2,440.		STATEMENT 2	
12 Total. Add lines 1 through 11	625,407.	625,407.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	66,069.	0.		66,069.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees	133,511.	118,083.		15,429.
	17 Interest	627.	627.		0.
	18 Taxes	47,014.	5,627.		5,054.
	19 Depreciation and depletion	3,216.	0.		
	20 Occupancy	13,282.	6,641.		6,641.
	21 Travel, conferences, and meetings	8,178.	0.		8,178.
	22 Printing and publications				
	23 Other expenses	17,306.	12,933.		4,373.
	24 Total operating and administrative expenses. Add lines 13 through 23	289,203.	143,911.		105,744.
25 Contributions, gifts, grants paid	614,469.			614,469.	
26 Total expenses and disbursements. Add lines 24 and 25	903,672.	143,911.		720,213.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-278,265.				
b Net investment income (if negative, enter -0-)		481,496.			
c Adjusted net income (if negative, enter -0-)			N/A		

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	246,168.	320,137.	320,137.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	0.	444,853.	444,867.
	b Investments - corporate stock STMT 7	8,812,287.	7,070,484.	8,483,341.
	c Investments - corporate bonds STMT 8	156,064.	1,187,874.	1,147,331.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	2,137,362.	1,975,831.	1,981,800.	
14 Land, buildings, and equipment: basis ▶ 84,166.				
Less: accumulated depreciation STMT 10 ▶ 79,037.	8,346.	5,129.	84,166.	
15 Other assets (describe ▶ <b>PREPAID EXPENSES</b> )	0.	1,603.	1,603.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,360,227.	11,005,911.	12,463,245.	
<b>Liabilities</b>	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			
	22 Other liabilities (describe ▶)			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted	11,360,227.	11,005,911.	
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
	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 <b>Total net assets or fund balances</b>	11,360,227.	11,005,911.		
31 <b>Total liabilities and net assets/fund balances</b>	11,360,227.	11,005,911.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	11,360,227.
2 Enter amount from Part I, line 27a	2	-278,265.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,081,962.
5 Decreases not included in line 2 (itemize) ▶ <b>COST BASIS ADJUSTMENT</b>	5	76,051.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,005,911.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>				
<b>b</b> SEE ATTACHED STATEMENT				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 6,786,470.		6,445,522.	340,948.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			340,948.

<b>2</b> Capital gain net income or (net capital loss) <span style="font-size: 2em; vertical-align: middle;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	340,948.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	783,024.	12,627,527.	.062009
2013	693,441.	12,010,960.	.057734
2012	763,588.	11,277,353.	.067710
2011	854,436.	12,333,076.	.069280
2010	907,325.	12,669,575.	.071614

<b>2</b> Total of line 1, column (d)	.328347
<b>3</b> 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	.065669
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	11,372,040.
<b>5</b> Multiply line 4 by line 3	746,790.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	4,815.
<b>7</b> Add lines 5 and 6	751,605.
<b>8</b> 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.	720,213.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	9,630.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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	9,630.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	9,630.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	15,000.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2015 estimated tax payments and 2014 overpayment credited to 2015		6d	
b Exempt foreign organizations - tax withheld at source		7	15,000.
c Tax paid with application for extension of time to file (Form 8868)		8	96.
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	5,274.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		11	0.
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 2016 estimated tax <input type="checkbox"/> 5,274. Refunded <input type="checkbox"/>			

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> KY		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X
14 The books are in care of ► <u>THE ORGANIZATION</u> Telephone no. ► <u>(502) 893-9549</u> Located at ► <u>333 E. MAIN STREET, STE 400, LOUISVILLE, KY</u> ZIP+4 ► <u>40202</u>		
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 <u>N/A</u>		
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	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <u>N/A</u>	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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____ b Are there any years listed in 2a for which the foundation is <b>not</b> 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.) <u>N/A</u> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	2b	
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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

If "Yes" to 6b, file Form 8870.

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		66,069.	0.	0.

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

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

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

0





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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	11,199,628.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	340,461.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	5,129.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	11,545,218.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	11,545,218.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	173,178.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	11,372,040.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	568,602.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	568,602.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	9,630.
<b>b</b>	Income tax for 2015. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	9,630.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	558,972.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	558,972.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	558,972.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	720,213.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	720,213.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	720,213.

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				558,972.
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010	290,582.			
<b>b</b> From 2011	243,180.			
<b>c</b> From 2012	211,830.			
<b>d</b> From 2013	100,553.			
<b>e</b> From 2014	179,540.			
<b>f</b> Total of lines 3a through e	1,025,685.			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ► \$	720,213.			
<b>a</b> Applied to 2014, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2015 distributable amount				558,972.
<b>e</b> Remaining amount distributed out of corpus	161,241.			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,186,926.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7	290,582.			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	896,344.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011	243,180.			
<b>b</b> Excess from 2012	211,830.			
<b>c</b> Excess from 2013	100,553.			
<b>d</b> Excess from 2014	179,540.			
<b>e</b> Excess from 2015	161,241.			

N/A

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

### 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).)

**NONE**

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

**NONE**

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:

SEE STATEMENT 12

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

- c Any submission deadlines:

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

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
ACTORS THEATRE OF LOUISIVLLE 316 W MAIN ST. LOUISVILLE, KY 40202		EXEMPT	ARTS EDUCATION	5,751.
AMERICANA COMMUNITY CENTER 4801 SOUTHSIDE DR LOUISVILLE, KY 40214		EXEMPT	ARTS EDUCATION	15,000.
BERNHEIM ARBORETURN AND RESEARCH FOREST 2499 CLERMONT RD CLERMONT, KY 40110		EXEMPT	EDUCATION	10,000.
CABBAGE PATCH SETTLEMENT HOUSE 1413 S. SIXTH ST LOUISVILLE, KY 40208		EXEMPT	FOOD EDUCATION	7,000.
CATHOLIC CHARITLES OF LOUISVILLE 2911 S. FOURTH ST. LOUISVILLE, KY 40208		EXEMPT	FOOD EDUCATION	18,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>614,469.</b>
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b>				<b>0.</b>





## THE NORTON FOUNDATION, INC.

**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	PUBLICALLY TRADED SECURITY			
b	PUBLICALLY TRADED SECURITY			
c	PUBLICALLY TRADED SECURITY			
d	CAPITAL GAINS FROM PASSTHROUGH	P		
e	CAPITAL LOSS FROM PASSTHROUGH	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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	2,513,683.	2,619,699.	-106,016.
b	2,892,729.	2,818,896.	73,833.
c	1,362,471.	1,006,094.	356,377.
d	5,511.		5,511.
e		833.	-833.
f	12,076.		12,076.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			-106,016.
b			73,833.
c			356,377.
d			5,511.
e			-833.
f			12,076.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	340,948.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DARE TO CARE FOOD BANK P.O.BOX 35458 LOUISVILLE, KY 40232		EXEMPT	FOOD EDUCATION AND GENERAL OPERATING	30,000.
FAMILY SCHOLAR HOUSE 403 REG SMITH CIRCLE LOUISVILLE, KY 40208		EXEMPT	EDUCATION	10,000.
FOOD LITERACY PROJECT AT OXMOOR FARM 9001 LIMEHOUSE LIN LOUISVILLE, KY 40202		EXEMPT	FOOD EDUCATION	15,000.
HEUSER HEARING & LANGUAGE ACADEMY 111 E. KENTUCKY ST LOUISVILLE, KY 40203		EXEMPT	ARTS EDUCATION	15,000.
HOME OF THE INNOCENTS 1100 E MARKET ST LOUISVILLE, KY 40206		EXEMPT	ARTS EDUCATION	10,000.
JEFFERSON COUNTY PUBLIC EDUCATION FOUNDATION 3332 NEWBURG RD LOUISVILLE, KY 40218		EXEMPT	EDUCATION	18,000.
THE KENTUCKY CENTER FOR PERFORMING ARTS 501 W. MAIN ST LOUISVILLE, KY 40202		EXEMPT	ARTS EDUCATION	25,000.
KENTUCKY SCHOOL OF ART & DESIGN 845 S. THIRD ST LOUISVILLE, KY 40203		EXEMPT	EDUCATION	10,000.
KENTUCKY SCIENCE CENTER 727 W. MAIN ST LOUISVILLE, KY 40202		EXEMPT	EDUCATION	25,000.
LIGHTHOUSE PROMISE 5312 SHEPHERDSVILLE LOUISVILLE, KY 40243		EXEMPT	GENERAL OPERATING	5,000.
<b>Total from continuation sheets</b>				<b>558,718.</b>



**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LOUISVILLE CENTRAL COMMUNITY CENTERS 1300 W. MUHAMMAD ALI BLVD LOUISVILLE, KY 40203		EXEMPT	ARTS EDUCATION	15,000.
LOUISVILLE GROWS 2509 PORTLAND AVE LOUISVILLE, KY 40212		EXEMPT	FOOD EDUCATION	10,000.
LOUISVILLE LEOPARD PERCUSSIONISTS P.O.BOX 3291 LOUISVILLE, KY 40201		EXEMPT	ARTS EDUCATION	15,000.
LOUISVILLE PUBLIC MEDIA 619 S. FOURTH ST. LOUISVILLE, KY 40202		EXEMPT	EDUCATION AND GENERAL OPERATING	30,000.
LOUISVILLE WATERFRONT DEVELOPMENT CORP. 129 E. RIVER RD LOUISVILLE, KY 40202		EXEMPT	CAPITAL CAMPAIGN	25,000.
MARYHURST 1015 DORSEY LANE LOUISVILLE, KY 40223		EXEMPT	EDUCATION	20,000.
NEIGHBORHOOD HOUSE 201 N. 25TH ST. LOUISVILLE, KY 40212		EXEMPT	ARTS EDUCATION	14,715.
NEW ROOTS P.O.BOX 4421 LOUISVILLE, KY 40204		EXEMPT	FOOD EDUCATION	20,000.
RIVER CITY DRUM CORP 3308 CHAUNCEY AVE LOUISVILLE, KY 40211		EXEMPT	ARTS EDUCATION	10,000.
ST. JOSEPH CHILDREN'S HOME 2823 FRANKFORT AVENUE LOUISVILLE, KY 40206		EXEMPT	CAPITAL CAMPAIGN	25,000.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
STAGE ONE FAMILY THEATRE 315 W MARKET STREET LOUISVILLE, KY 40202		EXEMPT	ARTS EDUCATION	20,000.
SOCIETY OF ST. VINCENT DE PAUL CENTER 1015-C S. PRESTON ST. LOUISVILLE, KY 40203		EXEMPT	ARTS EDUCATION	5,203.
SQUALLIS PUPPETEERS 1228 E. BRECKINRIDGE LOUISVILLE, KY 40204		EXEMPT	ARTS EDUCATION	10,000.
VSA KENTUCKY, INC P.O.BOX 3320 BOWLING GREEN, KY 40222		EXEMPT	ARTS EDUCATION	4,800.
WALDORF SCHOOL OF LOUISVILLE 8005 NEW LAGRANGE LOUISVILLE, KY 40222		EXEMPT	EDUCATION AND GENERAL OPERATING	81,000.
WEST END SCHOOL 3628 VIRGINIA AVE LOUISVILLE, KY 40211		EXEMPT	EDUCATION	75,000.
YMCA SAFE PLACE SERVICES 2400 CRITTENDEN DR LOUISVILLE, KY 40217		EXEMPT	GENERAL OPERATING	5,000.
YOUTH BUILD 800 S. PRESTON ST LOUISVILLE, KY 40203		EXEMPT	ARTS EDUCATION	10,000.
Total from continuation sheets				

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TRUST INVESTMENTS	294,095.	12,076.	282,019.	282,019.	
TO PART I, LINE 4	294,095.	12,076.	282,019.	282,019.	

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FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM BLACKSTONE	565.	565.	
INCOME FROM ARJUNA	1,695.	1,695.	
HIGHWATER GLOBAL FUND K-1	180.	180.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,440.	2,440.	

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	30,857.	15,429.		15,429.
TRUST FEES	102,654.	102,654.		0.
TO FORM 990-PF, PG 1, LN 16C	133,511.	118,083.		15,429.

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FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	5,054.	0.		5,054.	
FOREIGN TAX EXPENSE	5,627.	5,627.		0.	
TAXES - OTHER	36,333.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	47,014.	5,627.		5,054.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SUPPLIES AND POSTAGE	1,670.	835.		835.	
DUES AND SUBSCRIPTIONS	2,735.	1,368.		1,367.	
INSURANCE	4,342.	2,171.		2,171.	
MISCELLANEOUS	8,559.	8,559.		0.	
TO FORM 990-PF, PG 1, LN 23	17,306.	12,933.		4,373.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
MUNICIPAL BONDS		X	230,519.	230,768.	
TREASURIES	X		214,334.	214,099.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			214,334.	214,099.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			230,519.	230,768.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			444,853.	444,867.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	7,070,484.	8,483,341.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,070,484.	8,483,341.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,187,874.	1,147,331.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,187,874.	1,147,331.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PUBLICALLY TRADED PARTNERSHIPS	COST	1,350,180.	1,356,312.
PRIVATE EQUITY	COST	175,651.	171,926.
PASSIVE FOREIGN INVESTMENT COMPANIES	COST	450,000.	453,562.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,975,831.	1,981,800.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE FURNITURE	71,643.	0.	71,643.
LEASEHOLD IMPROVEMENTS	6,164.	0.	6,164.
SOFTWARE	6,359.	0.	6,359.
TOTAL TO FM 990-PF, PART II, LN 14	84,166.	0.	84,166.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JANE NORTON NEWTON 333 E. MAIN ST., STE 400 LOUISVILLE, KY 40202	PRESIDENT 0.10	0.	0.	0.
ROBERT W. DULANEY 333 E. MAIN ST., STE 400 LOUISVILLE, KY 40202	VP 0.10	0.	0.	0.
RICHARD H.C. CLAY 333 E. MAIN ST., STE 400 LOUISVILLE, KY 40202	DIRECTOR 0.10	0.	0.	0.
MEREDITH ERICKSON 333 E. MAIN ST., STE 400 LOUISVILLE, KY 40202	EXECUTIVE DIRECTOR 40.00	66,069.	0.	0.
MAGGIE BARRETT KEITH 333 E. MAIN ST., STE 400 LOUISVILLE, KY 40202	DIRECTOR 0.10	0.	0.	0.
BRANDON COAN 333 E. MAIN ST., STE 400 LOUISVILLE, KY 40202	DIRECTOR 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		66,069.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MEREDITH ERICKSON  
333 EAST MAIN STREET, SUITE 400  
LOUISVILLE, KY 40202

TELEPHONE NUMBER

502-893-9549

FORM AND CONTENT OF APPLICATIONS

THE APPLICATION MUST INCLUDE AN OUTLINE OF THE PROJECT, A BUDGET OF ALL INCOME & EXPENSES AND A COPY OF THE IRS DETERMINATION LETTER VERIFYING THE ORGANIZATION'S EXEMPT STATUS. THE APPLICATIONS ARE FILED IN TRIPLICATE AND ARE MAINTAINED BY THE FOUNDATION'S EXECUTIVE DIRECTOR.

ANY SUBMISSION DEADLINES

QUARTERLY

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO GRANTS ARE MADE TO INDIVIDUALS OR PRIVATE FOUNDATIONS. LOCAL CHARITABLE NEEDS ARE GIVEN FIRST PRIORITY.