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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

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

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

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

OMB No 1545-0052

**2015****Open to Public Inspection**

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation

The Baker Foundation

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

Room/suite

P.O. Box 1469

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

Decatur, AL 35602-1469

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

J Accounting method ☒ Cash ☐ Accrual

end of year (from Part II, col (c), line

☐ Other (specify)

16) \$ 3,679,641.16 (Part I, column (d) must be on cash basis)

A Employer identification number

63-0843636

B Telephone number (see instructions)

256-353-7826

C If exemption application is pending, check here ☐D 1 Foreign organizations check here ☐2 Foreign organizations meeting the 65% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

600,166.50

2 Check ☐ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

77,070.18

77,070.18

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10  
b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

149,280.72

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

677,236.68

226,350.90

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

17,539.03

3,000.00

12,000.00

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

23,489.06

22,589.06

900.00

17 Interest

18 Taxes (attach schedule) (see instructions)

392.90

392.90

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses

Add lines 13 through 23

41,420.99

25,981.96

12,900.00

25 Contributions, gifts, grants paid

150,890.84

150,890.84

26 Total expenses and disbursements Add lines 24 and 25

192,311.83

25,981.96

163,790.84

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

484,924.85

b Net investment income (if negative, enter -0-)

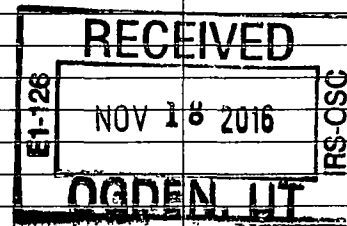
200,368.94

c Adjusted net income (if negative, enter -0-)

SCANNED NOV 21 2016

Revenue

Operating and Administrative Expenses



928-17

<b>Part II Balance Sheets</b>		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		
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .			100,708.00	29,378.20	29,378.20
	2 Savings and temporary cash investments . . . . .			100,593.00	233,355.58	233,355.58
	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) . . . . .			1,247,056.00	1,845,910.08	3,416,907.38
	c Investments - corporate bonds (attach schedule) . . . . .					
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶ (attach schedule)					
	12 Investments - mortgage loans . . . . .					
	13 Investments - other (attach schedule) . . . . .					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶ (attach schedule)					
	15 Other assets (describe ▶ )					
	16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .			1,448,357.00	2,108,643.86	3,679,641.16
	17 Accounts payable and accrued expenses . . . . .					
	18 Grants payable . . . . .					
<b>Net Assets or Fund Balances</b>	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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .			0.00		
	<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/>					
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	24 Unrestricted . . . . .					
<b>Net Assets or Fund Balances</b>	25 Temporarily restricted . . . . .					
	26 Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input type="checkbox"/>					
	27 Capital stock, trust principal, or current funds . . . . .			1,448,357.00	2,108,643.86	
	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> (see instructions) . . . . .			1,448,357.00	2,108,643.86	
<b>Net Assets or Fund Balances</b>	31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .			1,448,357.00	2,108,643.86	

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

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	1,448,357.00
2 Enter amount from Part I, line 27a . . . . .	2	484,924.85
3 Other increases not included in line 2 (itemize) ▶ Capital Gain:149,280.72, Asset Adj:26,081.29	3	175,362.01
4 Add lines 1, 2, and 3 . . . . .	4	2,108,643.86
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	2,108,643.86

Form **990-PF** (2015)

**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> SEE ATTACHED SCHEDULE			P		
<b>b</b> SEE ATTACHED SCHEDULE			D		
<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> 783,219.91		633,218.42	150,001.49		
<b>b</b> 9,335.23		10,056.00	-720.77		
<b>c</b>					
<b>d</b>					
<b>e</b>					
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	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
<b>a</b>			150,001.49		
<b>b</b>			-720.77		
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="float:right">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	149,280.72	
<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) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .			<b>3</b>		

**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.

(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	118,400.00	2,836,130.00	0.0417
2013	185,993.00	2,510,372.00	0.0741
2012	113,531.00	2,425,180.00	0.0468
2011	105,600.00	2,346,459.00	0.0450
2010	127,296.00	1,829,022.00	0.0696
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.2772
<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 . . . . .			<b>3</b> 0.0554
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 . . . . .			<b>4</b> 3,281,108.17
<b>5</b> Multiply line 4 by line 3 . . . . .			<b>5</b> 181,773.39
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 2,003.69
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 183,777.08
<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			<b>8</b> 163,790.84

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

<b>1a</b> 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)		
<b>b</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 . . . . .	<b>1</b>	4,007.37
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b> Add lines 1 and 2 . . . . .	<b>3</b>	4,007.37
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	4,007.37
<b>6</b> Credits/Payments		
<b>a</b> 2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . .	<b>6a</b>	784.82
<b>b</b> Exempt foreign organizations - tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	6,000.00
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d . . . . .	<b>7</b>	6,784.82
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	<b>8</b>	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	<b>9</b>	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	<b>10</b>	2,777.45
<b>11</b> Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 2,777.45 Refunded <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</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
<b>c</b> Did the foundation file Form 1120-POL for this year? . . . . .		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	X	
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	X	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/>		
<b>b</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	
<b>9</b> 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
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

**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	Yes	No 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 ▶ MARK DANIEL MALONEY Telephone no ▶ 256-353-7826 Located at ▶ 201 SECOND AVENUE, S.E., DECATUR, AL ZIP+4 ▶ 35601			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> 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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No 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. ▶ <input type="checkbox"/>	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 ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions), ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** ☒ X

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** ☒ X

If "Yes" to 6b, file Form 8870

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

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

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

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

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

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

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

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

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 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)

<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>	3,196,988.98
<b>b</b>	Average of monthly cash balances	<b>1b</b>	134,085.30
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,331,074.28
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,331,074.28
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	49,966.11
<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>	3,281,108.17
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	164,055.41

**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>	164,055.41
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	4,007.37
<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>	4,007.37
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	160,048.04
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	160,048.04
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	160,048.04

**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>	163,790.84
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<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>	163,790.84
<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 (see instructions)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	163,790.84

**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 . . . . .				160,048.04
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010 . . . . . 35,907.00				
<b>b</b> From 2011 . . . . . 0.00				
<b>c</b> From 2012 . . . . . 0.00				
<b>d</b> From 2013 . . . . . 63,570.00				
<b>e</b> From 2014 . . . . . 0.00				
<b>f</b> Total of lines 3a through e . . . . .	99,477.00			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 163,790.84				
<b>a</b> Applied to 2014, but not more than line 2a . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2015 distributable amount. . . . .				160,048.04
<b>e</b> Remaining amount distributed out of corpus. . .	3,742.80			
<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).)				
<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	103,219.80			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016. . . . .				
<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) . . . . .				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .	35,907.00			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	67,312.80			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011 . . . . . 0.00				
<b>b</b> Excess from 2012 . . . . . 0.00				
<b>c</b> Excess from 2013 . . . . . 63,570.00				
<b>d</b> Excess from 2014 . . . . . 0.00				
<b>e</b> Excess from 2015 . . . . . 3,742.80				

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

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

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

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

**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

N/A

**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

**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)				
<b>a</b> <i>Paid during the year</i> See attached statement.				150,890.84
<b>Total</b> . . . . .			▶ <b>3a</b>	150,890.84
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			▶ <b>3b</b>	

## Enter gross amounts unless otherwise indicated

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

▼

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 )

N/A

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

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

[illegible]

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

b If "Yes," complete the following schedule

[illegible]

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


**Sign  
Here**

Signature of officer or trustee Cindy B. Strickland Date 11/7/14

President  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name Mark Daniel Maloney	Preparer's signature 	Date 11-7-2016	Check <input type="checkbox"/> if self-employed	PTIN P01249187
Firm's name ▶ Blackburn, Maloney and Schuppert, LLC			Firm's EIN ▶ 63-1190364	
Firm's address ▶ P.O. Box 1469 Decatur, AL 35602-1469			Phone no 256-353-7826	

Form **990-PF** (2015)

## Schedule of Contributors

OMB No 1545-0047

**2015**

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization

Employer identification number

The Baker Foundation

63-0843636

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 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 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 33 1/3 % 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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> The Baker Foundation	<b>Employer identification number</b> 63-0843636
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**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	Marjorie R. Baker Qualified Terminable Interest Property Trust (Non-GST Exempt) P.O. BOX 1469, Decatur, AL 35602-1469	\$ 600,166.50	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization

Employer identification number

The Baker Foundation

63-0843636

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	200 SHARES AFLAC INC SYMBOL: AFL, VALUED AT 63.56 PER SHARE	\$ 12,712.00	11/16/2015
1	400 SHARES ALLIANCEBERNSTEIN HLDG LP SYMBOL: AB, VALUED AT 25.14 PER SHARE	\$ 10,056.00	11/16/2015
1	900 SHARES APPLE INC. SYMBOL: AAPL, VALUED AT 120.57 PER SHARE	\$ 108,513.00	11/16/2015
1	550 SHARES AT&T INC SYMBOL: T, VALUED AT 32.84 PER SHARE	\$ 18,062.00	11/16/2015
1	1,502 SHARES DYCOM INDUSTRIES, INC. SYMBOL: DY, VALUED AT 83.37 PER SHARE	\$ 125,221.74	11/16/2015
1	4,000 SHARES GILDAN ACTIVEWEAR INC SYMBOL: GIL, VALUED AT 27.97 PER SHARE	\$ 111,880.00	11/16/2015

Name of organization

The Baker Foundation

Employer identification number

63-0843636

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	200 SHARES HOME DEPOT INC SYMBOL: HD, VALUED AT 124.50 PER SHARE	\$ 24,900.00	11/16/2015
1	202 SHARES L-3 COMMUNICATIONS HOLDINGS INC SYMBOL: LLL, VALUED AT 120.68 PER SHARE	\$ 24,377.36	11/16/2015
1	3,000 SHARES PC CONNECTION, INC SYMBOL: PCCC, VALUED AT 22.48 PER SHARE	\$ 67,440.00	11/16/2015
1	300 SHARES PRINCIPAL FINANCIAL GROUP SYMBOL: PFG, VALUED AT 50.46 PER SHARE	\$ 15,138.00	11/16/2015
1	1,000 SHARES PROASSURANCE CORP SYMBOL: PRA, VALUED AT 52.56 PER SHARE	\$ 52,560.00	11/16/2015
1	300 SHARES ROLLINS INC SYMBOL: ROL, VALUED AT 26.19 PER SHARE	\$ 7,857.00	11/16/2015

Name of organization

The Baker Foundation

Employer identification number

63-0843636

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	250 SHARES SYNCHRONOSS TECHNOLOGIES INC SYMBOL: SNCR, VALUED AT 37.27 PER SHARE	\$ 9,317.50	11/16/2015
1	200 SHARES WESTLAKE CHEMICAL CORP SYMBOL: WLK, VALUED AT 60.61 PER SHARE	\$ 12,122.00	11/16/2015
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization The Baker Foundation	Employer identification number 63-0843636
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**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

THE BAKER FOUNDATION  
2015 FORM 990-PF  
PART XV, LINE 3a  
GRANTS AND  
CONTRIBUTIONS

<u>INSTITUTION</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
American Red Cross of Morgan County	None	Public	Charitable	500.00
Decatur Youth Symphony	None	Public	Charitable	1,000.00
Phillips Brooks House Association	None	Public	Charitable	2,500.00
Decatur Public Library	None	Public	Charitable	2,000.00
University of Alabama - UA Libraries Special Collections Preservation and Conservation Fund	None	Public	Charitable	20,000.00
FACES	None	Public	Charitable	500.00
The Bascom Center for the Visual Arts	None	Public	Charitable	17,000.00
Mental Health Association of Morgan County	None	Public	Charitable	500.00
Cummer Museum	None	Public	Charitable	5,000.00
United Way of Morgan County	None	Public	Charitable	2,500.00
Community Fdn for Greater Decatur - Frazier Park	None	Public	Charitable	500.00
Delano Park Conservancy	None	Public	Charitable	500.00
Search Ministries, Inc	None	Public	Charitable	500.00
Highlands Community Fund	None	Public	Charitable	1,000.00
Rebuilding Together	None	Public	Charitable	2,000.00
Bethany at Camp McDowell	None	Public	Charitable	10,000.00
The Grand National Morgan Horse Show	None	Public	Charitable	2,000.00
Highlands Community Theatre, Inc.	None	Public	Charitable	1,000.00
Decatur Morgan Hospital Foundation	None	Public	Charitable	2,500.00
Highlands - Cashiers Hospital Fdn	None	Public	Charitable	21,000.00
Decatur City Schools Foundation	None	Public	Charitable	5,000.00
Community Fdn for Greater Decatur - Decatur Downtown Redevelopment Authority	None	Public	Charitable	25,000.00
United Way of Central Alabama	None	Public	Charitable	5,000.00
University of Alabama	None	Public	Scholarship FBO	
Samford University	None	Public	Thomas Austin Green Scholarship FBO	2,500.00
University of Alabama	None	Public	Rebekah Sherry Mooney Scholarship - FBO	5,000.00
University of North Alabama	None	Public	Paige Anne Marie Green Scholarship FBO	2,500.00
Jacksonville State University	None	Public	Katelyn Quillen Springer Scholarship FBO	1,750.00
Alabama A&M University	None	Public	Mitchell Douglas Bennefield Scholarship FBO	3,000.00
University of South Alabama	None	Public	Tyra Lynnette Orr Scholarship FBO	2,000.00
	None	Public	Sophia Leigh Looney	6,640.84
Total				<u>150,890.84</u>

THE BAKER FOUNDATION

EIN: 63-0843636

2015 FORM 990-PF

PART VIII

INFORMATION ABOUT OFFICERS, DIRECTORS, TRUSTEES,  
FOUNDATION MANAGERS, HIGHLY PAID EMPLOYEES, AND CONTRACTORS

OFFICERS AND BOARD OF DIRECTORS

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted to Position</u>	<u>Compensation</u>	<u>Contributions Employee Benefit Plan &amp; Deferred Compensation</u>	<u>Expense Account Other Allowances</u>
Cindy Strickland 3836 Forest Glen Drive Birmingham, AL 35213	President Director -0- hours	-0-	-0-	-0-
Becky Wachholz 47 Sea Marsh Road Fernandina Beach, FL 32034	Chair of Board Director -0- hours	-0-	-0-	-0-
Charles R. Paller 823 Jackson Street, S.E. Decatur, AL 35601	Secretary Director -0- hours	-0-	-0-	-0-
Calvin J. Brown 5057 Yorkshire Lane Tuscaloosa, AL 35406	Director -0- hours	-0-	-0-	-0-

THE BAKER FOUNDATION  
EIN 63-0843636  
2015 FORM 990-PF  
CAPITAL GAIN (LOSS)  
SCHEDULE

<u>DESCRIPTION OF ASSET</u>	<u>HOW ACQUIRED</u>	<u>DATE SOLD</u>	<u>SALES PRICE</u>	<u>COST/BASIS</u>	<u>GAIN (LOSS)</u>
4,175 SHARES MYERS INDUSTRIES	PURCHASE	05/14/15	72,850 73	52,362 02	20,488 71
1,330 SHARES DIRECTV NEW	PURCHASE	07/28/15	37,905 00	24,206 00	13,699 00
2,086 SHARES NISSAN MOTOR CO	PURCHASE	09/02/15	36,280 92	43,081 32	-6,800 40
119 SHARES ENGILITY HOLDINGS INC NEW	PURCHASE	09/02/15	3,234 10	1,221 77	2,012 33
18,224 SHARES FORTRESS INVESTMENT	PURCHASE	09/02/15	101,241 56	116,455 00	-15,213 44
692 SHARES CEPHEID INC	PURCHASE	11/23/15	25,794 10	8,294 86	17,499 24
1,660 SHARES BANK OF AMERICA	PURCHASE	11/23/15	29,021 07	83,348 60	-54,327 53
1,099 SHARES PRINCIPAL FINANCIAL GROUP	PURCHASE	12/01/15	56,872 31	41,447 69	15,424 62
5,653 SHARES GILDAN ACTIVEWEAR INC	PURCHASE	12/01/15	175,697 65	102,342 76	73,354 89
400 SHARES ALLIANCEBERNSTEIN HLDG LP	DONATION	12/01/15	9,335 23	10,056 00	-720 77
5,926 SHARES ALLIANCEBERNSTEIN HLDG LP	PURCHASE	12/01/15	138,301 40	123,563 03	14,738 37
3,078 SHARES CEPHEID INC	PURCHASE	12/01/15	106,021 07	36,895 37	69,125 70
TOTAL			<u>792,555.14</u>	<u>643,274.42</u>	<u>149,280.72</u>

OAKWORTH  
CAPITAL BANK

Account Number: 60 00 0158 3 01

Date: DECEMBER 1, 2015 - DECEMBER 31, 2015

## Portfolio Assets Detail

### CASH

Description	Shares	Total Cost	Current Share Price	Current Mkt Value	% of Portfolio	Unrealized Gain/Loss	Est. Ann Income	Est. Ann Yield(%)
INCOME CASH		203,609.39		203,609.39	5.58			
PRINCIPAL CASH		-203,609.39		-203,609.39	-5.58			
TOTAL CASH		.00		.00				

### CASH EQUIVALENTS

Description	Shares	Total Cost	Current Share Price	Current Mkt Value	% of Portfolio	Unrealized Gain/Loss	Est. Ann Income	Est. Ann Yield(%)
LIQUIDITY PRIN - OAKWORTH MONEY MARKET	233,355.580	233,355.58	1.000	233,355.58	6.39	.00	.00	.00
TOTAL CASH EQUIVALENTS		233,355.58		233,355.58		.00	.00	.00

### EQUITIES

Description	Shares	Total Cost	Current Share Price	Current Mkt Value	% of Portfolio	Unrealized Gain/Loss	Est. Ann Income	Est. Ann Yield(%)
AFLAC INC (AFL)	2,667	122,717.01	59.900	159,753.30	4.38	37,036.29	4,373.88	2.74
APPLE INC. COMMON (AAPL)	5,450	190,589.07	105.260	573,667.00	15.72	383,077.93	11,336.00	1.98
AT&T INC (T)	3,066	42,268.00	34.410	105,501.06	2.89	63,233.06	5,886.72	5.58
CISCO SYSTEMS INC (CSCO)	5,770	34,218.73	27.155	156,684.35	4.29	122,465.62	4,846.80	3.09
CLOROX CO. (CLX)	1,241	157,797.12	126.830	157,396.03	4.31	-401.09	3,822.28	2.43





For the Account of: **THE BAKER FOUNDATION - CUSTODY ACCOUNT**

Account Number: **60 00 0158 3 01**

Date: **DECEMBER 1, 2015 - DECEMBER 31, 2015**

## Portfolio Assets Detail



OAKWORTH  
CAPITAL BANK

### EQUITIES

Description	Shares	Total Cost	Current Share Price	Current Mkt Value	% of Portfolio	Unrealized Gain/Loss	Est. Ann Income	Est. Ann Yield(%)
DYCOM INDUSTRIES, INC. (DY)	6,707	248,072.75	69.960	469,221.72	12.85	221,148.97	.00	.00
GENERAL ELECTRIC CO (GE)	4,800	69,780.00	31.150	149,520.00	4.10	79,740.00	4,416.00	2.95
GILDAN ACTIVEWEAR INC (GIL)	4,471	120,407.05	28.420	127,065.82	3.48	6,658.77	1,162.46	.91
HOME DEPOT INC (HD)	4,500	78,387.22	132.250	595,125.00	16.30	516,737.78	10,620.00	1.78
L-3 COMMUNICATIONS HOLDINGS INC (LLL)	917	53,141.12	119.510	109,590.67	3.00	56,449.55	2,384.20	2.18
PC CONNECTION, INC (PCCC)	3,000	67,440.00	22.640	67,920.00	1.86	480.00	.00	.00
PRINCIPAL FINANCIAL GROUP (PFG)	2,489	97,693.94	44.980	111,955.22	3.07	14,261.28	3,783.28	3.38
PROASSURANCE CORP (PRA)	3,800	69,897.17	48.530	184,414.00	5.05	114,516.83	4,712.00	2.56
REYNOLDS AMERICAN, INC. (RAI)	3,391	157,751.02	46.150	156,494.65	4.29	-1,256.37	4,883.04	3.12
ROLLINS INC (ROL)	3,600	101,626.50	25.900	93,240.00	2.55	-8,386.50	1,152.00	1.24
SYNCHRONOSS TECHNOLOGIES INC (SNCR)	250	9,317.50	35.230	8,807.50	.24	-510.00	.00	.00
WESTLAKE CHEMICAL CORP (WLK)	1,908	130,484.18	54.320	103,642.56	2.84	-26,841.62	1,385.21	1.34
<b>TOTAL EQUITIES</b>		<b>1,751,588.38</b>		<b>3,329,998.88</b>		<b>1,578,410.50</b>	<b>64,763.87</b>	<b>1.94</b>



For the Account of: THE BAKER FOUNDATION - CUSTODY ACCOUNT



OAKWORTH  
CAPITAL BANK

Account Number: 60 00 0158 3 01

Date: DECEMBER 1, 2015 - DECEMBER 31, 2015

## Portfolio Assets Detail

### MISCELLANEOUS ASSETS

Description	Shares	Total Cost	Current Share Price	Current Mkt Value	% of Portfolio	Unrealized Gain/Loss	Est. Ann Income	Est. Ann Yield(%)
ALON USA PARTNERS LP	3,738	94,321.70	23.250	86,908.50	2.39	-7,413.20	14,652.96	16.86
TOTAL MISCELLANEOUS ASSETS		94,321.70		86,908.50		-7,413.20	14,652.96	16.86
TOTAL ASSETS				3,650,262.96		1,570,997.30	79,416.83	2.18



THE BAKER FOUNDATION  
EIN: 63-0843636

2015 FORM 990-PF  
PART II, BALANCE SHEET  
LINE 16(c) FAIR MARKET VALUE  
TOTAL ASSETS

Oakworth Capital Bank Custody  
Account Number 60 00 0158 3 01,  
Schedule Attached:

Oakworth Money Market Account-  
(Liquidity Principal): \$ 233,355.58

Equities: \$ 3,329,998.88

Miscellaneous: \$ 86,908.50

Total \$ 3,650,262.96

Oakworth Capital Bank Checking  
Account Number 200007225: \$ 29,378.20

Total \$ 3,679,641.16

THE BAKER FOUNDATION

EIN: 63-0843636

2015 FORM 990-PF

PART I, LINE 16c

OTHER PROFESSIONAL FEES

	(a) <u>Total</u>	(b) Net <u>Investment</u>	(d) <u>Charitable</u>
Bluecreek Investment:	\$ 9,696.61	\$ 9,696.61	\$ -0-
Keel Point, LLC:	\$10,143.94	\$10,143.94	\$ -0-
Oakworth Capital:	\$ 2,748.51	\$ 2,748.51	\$ -0-
C.R. Paler:	\$ 300.00	\$ -0-	\$ 300.00
Gay Blackburn Maloney:	\$ 300.00	\$ -0-	\$ 300.00
Ken Creekmore:	\$ 300.00	\$ -0-	\$ 300.00
Total	<u>\$23,489.06</u>	<u>\$22,589.06</u>	<u>\$ 900.00</u>