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Extended to August 15, 2016
Return of Private Foundation

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.

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

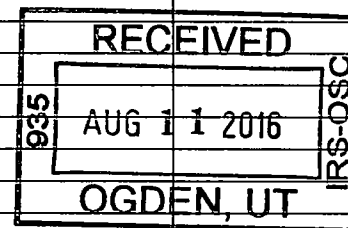
Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation Perkins-Prothro Foundation		A Employer identification number 75-1247407
Number and street (or P O box number if mail is not delivered to street address) 2304 Midwestern Parkway	Room/suite 200	B Telephone number (940) 691-7770
City or town, state or province, country, and ZIP or foreign postal code Wichita Falls, TX 76308		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 23,374,761.53 (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(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	25,882.49		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,076.75	1,076.75		Statement 1
	4 Dividends and interest from securities	507,574.58	507,574.58		Statement 2
	5a Gross rents	3,803.64	3,803.64		Statement 3
	b Net rental income or (loss)	3,803.64			
	6a Net gain or (loss) from sale of assets not on line 10	506,200.95			
	b Gross sales price for all assets on line 6a	8,847,749.20			
	7 Capital gain net income (from Part IV, line 2)		506,200.95		
	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	640,567.82	640,567.82		Statement 4	
12 Total. Add lines 1 through 11	1,685,106.23	1,659,223.74			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	48,000.00	24,000.00		24,000.00
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	18,575.44	9,287.72		9,287.72
	16a Legal fees				
	b Accounting fees Stmt 5	88,171.28	44,085.64		0.00
	c Other professional fees Stmt 6	138,364.65	138,364.65		0.00
	17 Interest				
	18 Taxes Stmt 7	150,728.18	28,771.23		1,377.00
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 8	7,949.67	7,949.67		0.00
	24 Total operating and administrative expenses. Add lines 13 through 23	451,789.22	252,458.91		34,664.72
	25 Contributions, gifts, grants paid	1,872,375.00			1,872,375.00
26 Total expenses and disbursements. Add lines 24 and 25	2,324,164.22	252,458.91		1,907,039.72	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<639,057.99>				
b Net investment income (if negative, enter -0-)		1,406,764.83			
c Adjusted net income (if negative, enter -0-)			N/A		



Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,299,985.59	1,857,583.11	1,857,583.11
	3 Accounts receivable ▶ 11,508.99			
	Less: allowance for doubtful accounts ▶	14,854.56	11,508.99	11,508.99
	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		23,063.09	23,063.09
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 9	12,450,141.58	13,258,574.26	17,700,424.68
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment, basis ▶ 14,757.91			
	Less accumulated depreciation Stmt 10 ▶	14,757.91	14,757.91	14,757.91
	12 Investments - mortgage loans			
	13 Investments - other Stmt 11	518,617.76	493,812.05	3,767,423.75
	14 Land, buildings, and equipment, basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	16,298,357.40	15,659,299.41	23,374,761.53
	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 Total liabilities (add lines 17 through 22)	0.00	0.00	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.00	0.00	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	7,673,880.80	7,034,822.81	
	29 Retained earnings, accumulated income, endowment, or other funds	8,624,476.60	8,624,476.60	
	30 Total net assets or fund balances	16,298,357.40	15,659,299.41	
	31 Total liabilities and net assets/fund balances	16,298,357.40	15,659,299.41	

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	16,298,357.40
2 Enter amount from Part I, line 27a	2	<639,057.99>
3 Other increases not included in line 2 (itemize) ▶	3	0.00
4 Add lines 1, 2, and 3	4	15,659,299.41
5 Decreases not included in line 2 (itemize) ▶	5	0.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,659,299.41

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				
b See Attached Statements				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 8,847,749.20		8,341,548.25	506,200.95	
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		
a				
b				
c				
d				
e			506,200.95	
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	506,200.95
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 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	2,405,953.73	27,202,527.66	.088446
2013	2,613,303.21	25,903,623.67	.100886
2012	3,201,703.35	25,453,547.63	.125786
2011	3,592,831.63	25,248,161.90	.142301
2010	3,162,380.81	24,239,685.72	.130463
2 Total of line 1, column (d)			2 .587882
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .117576
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 24,387,972.25
5 Multiply line 4 by line 3			5 2,867,440.23
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 14,067.65
7 Add lines 5 and 6			7 2,881,507.88
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 1,907,039.72

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	28,135.30
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.00
3 Add lines 1 and 2		3	28,135.30
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.00
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	28,135.30
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	51,198.39	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	51,198.39	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	23,063.09	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐ Refunded ☐	11	0.00	

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
1b 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
1c 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. ☐ \$ 0.00 (2) On foundation managers. ☐ \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.00		
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) ☐ TX		
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

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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► Mark H. Prothro, Treasurer Telephone no. ► (940) 691-7770 Located at ► 2304 Midwestern Parkway, Suite 200, Wichita Falls ZIP+4 ► 76708		
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		
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 ►		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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		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?		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? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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

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?

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

6b

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 12		0.00	0.00	0.00

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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

0

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

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	0.00

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	20,353,397.34
b	Average of monthly cash balances	1b	2,763,257.85
c	Fair market value of all other assets	1c	1,642,707.50
d	Total (add lines 1a, b, and c)	1d	24,759,362.69
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	24,759,362.69
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	371,390.44
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,387,972.25
6	Minimum investment return. Enter 5% of line 5	6	1,219,398.61

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,219,398.61
2a	Tax on investment income for 2015 from Part VI, line 5	2a	28,135.30
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	28,135.30
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,191,263.31
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	1,191,263.31
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,191,263.31

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,907,039.72
b	Program-related investments - total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,907,039.72
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,907,039.72

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,191,263.31
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.00	
b Total for prior years:		0.00		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	2005756.55			
b From 2011	2377217.15			
c From 2012	1983050.62			
d From 2013	1366909.08			
e From 2014	1113987.71			
f Total of lines 3a through e	8,846,921.11			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$1,907,039.72				
a Applied to 2014, but not more than line 2a			0.00	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2015 distributable amount				1,191,263.31
e Remaining amount distributed out of corpus	715,776.41			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:	9,562,697.52			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.00			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	2,005,756.55			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	7,556,940.97			
10 Analysis of line 9:				
a Excess from 2011	2377217.15			
b Excess from 2012	1983050.62			
c Excess from 2013	1366909.08			
d Excess from 2014	1113987.71			
e Excess from 2015	715,776.41			

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)

- (4) Gross investment income**

[illegible]

N/A

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)				
a Paid during the year				
African American Museum 4707 Bengal Street Dallas, TX 75210	None	501(c)(3)	Open Contribution	4,000.00
African American Museum 3536 Grand Avenue Dallas, TX 75210	None	501(c)(3)	open	1,000.00
Alf Engen Ski Museum Fdn PO Box 980187 Park City, UT 84098	None	501(c)(3)	Open	250.00
Art Alliance Austin PO Box 5705 Austin, TX 78763	None	501(c)(3)	Open	3,000.00
AT&T Performing Arts Center 2100 Ross Avenue, Suite 650 Dallas, TX 75201	None	501(c)(3)	open	2,500.00
Total See continuation sheet(s) ▶ 3a				1,872,375.00
b Approved for future payment				
None				
Total ▶ 3b				0.00

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Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ 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.

OMB No 1545-0047

2015

Name of the organization

Employer identification number

Perkins-Prothro Foundation

75-1247407

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 foundationCheck 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization	Employer identification number
Perkins-Prothro Foundation	75-1247407

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	750 Shs Nestle cost \$7593.45	\$ 57,851.25	01/26/15
2	500 shs Chevron Corp cost \$4861.10	\$ 53,917.50	01/26/15
3	750 shs Apple Inc cost \$13427.94	\$ 88,901.25	11/23/15

Employer identification number

75-1247407

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 info once) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Merrill Lynch	946.79	946.79	
UBS Financial Services LLC	129.96	129.96	
Total to Part I, line 3	1,076.75	1,076.75	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Merrill Lynch	234,404.20	0.00	234,404.20	234,404.20	
UBS Financial Services LLC	279,515.15	6,344.77	273,170.38	273,170.38	
To Part I, line 4	513,919.35	6,344.77	507,574.58	507,574.58	

Form 990-PF Rental Income Statement 3

Kind and Location of Property	Activity Number	Gross Rental Income
Land Rentals	1	3,803.64
Total to Form 990-PF, Part I, line 5a		3,803.64

Form 990-PF Other Income Statement 4

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Oil & Gas Royalties	178,550.50	178,550.50	
Oil & Gas Royalties - Partnership K-1'S	516,863.32	516,863.32	
Partnerships - K-1's	<55,540.00>	<55,540.00>	
Distribution from DB Liquidation	694.00	694.00	
Total to Form 990-PF, Part I, line 11	640,567.82	640,567.82	

Form 990-PF	Accounting Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Accounting Fees - Freemon, Shapard & Story (Audit & Accounting Service)	15,000.00	7,500.00		0.00	
Accounting Fees - Perkins Prothro Co.(Accounting & Bookkeeping)	73,171.28	36,585.64		0.00	
To Form 990-PF, Pg 1, ln 16b	88,171.28	44,085.64		0.00	

Form 990-PF	Other Professional Fees			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Other Professional Fees - Fayez Sarofim & Co. (Investment Mgmt.)	36,681.00	36,681.00		0.00	
Other Professional Fees - UBS Financial Serv Fees (Investment Mgmt.)	101,683.65	101,683.65		0.00	
To Form 990-PF, Pg 1, ln 16c	138,364.65	138,364.65		0.00	

Form 990-PF	Taxes			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Foreign Tax Expense	6,515.29	6,515.29		0.00	
Ad Valorem	12,911.24	12,911.24		0.00	
Federal Excise & Misc. Taxes	47,843.34	0.00		0.00	
Gross Production Tax	7,967.70	7,967.70		0.00	
Payroll Taxes	2,754.00	1,377.00		1,377.00	
Gross Production Tax-Partnerships	72,736.61	0.00		0.00	
To Form 990-PF, Pg 1, ln 18	150,728.18	28,771.23		1,377.00	

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Other Expenses - Royalties	3,019.20	3,019.20		0.00	
Miscellaneous Expenses	4,930.47	4,930.47		0.00	
To Form 990-PF, Pg 1, ln 23	7,949.67	7,949.67		0.00	

Form 990-PF	Corporate Stock		Statement	9
Description	Book Value		Fair Market Value	
ML Corporate Stocks	3,482,034.72		7,732,426.68	
UBS Corporate Stocks	9,776,539.54		9,967,998.00	
Total to Form 990-PF, Part II, line 10b	13,258,574.26		17,700,424.68	

Form 990-PF	Depreciation of Assets Held for Investment		Statement	10
Description	Cost or Other Basis	Accumulated Depreciation	Book Value	
Land	14,757.91	0.00	14,757.91	
Total to Fm 990-PF, Part II, ln 11	14,757.91	0.00	14,757.91	

Form 990-PF	Other Investments		Statement	11
Description	Valuation Method	Book Value	Fair Market Value	
GS Hedge Funds	COST	17,274.35	18,336.32	
Mineral Investments - Producing	COST	309.46	753,143.55	
Mineral Investments - Non-Producing	COST	3,293.68	3,293.68	
Partnership Interest - DB Liquidations	COST	0.00	0.00	
Partnership Interest - Prothro Investments	COST	14,621.05	1,222,212.15	
UBS Partnership Investments	COST	458,313.51	1,770,438.05	
Total to Form 990-PF, Part II, line 13		493,812.05	3,767,423.75	

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 12
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Joe N. Prothro 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	President 40.00	0.00	0.00	0.00
Kathryn P. Yeager 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	V-President 10.00	0.00	0.00	0.00
K. Elizabeth Yeager 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	Secretary 10.00	0.00	0.00	0.00
Mark H. Prothro 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	Treasurer 10.00	0.00	0.00	0.00
Charlotte P. Philbin 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	Director 10.00	0.00	0.00	0.00
David H. Prothro 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	Director 10.00	0.00	0.00	0.00
Totals included on 990-PF, Page 6, Part VIII		0.00	0.00	0.00

Form 990-PF	Part XV - Line 1b List of Foundation Managers	Statement 13
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Name of Manager

Joe N. Prothro
Kathryn P. Yeager
Mark H. Prothro

Perkins-Prothro Foundation

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	Altria Group-1000 shs	P	03/05/01	08/10/15
b	California Resources-400 shs	P	06/18/13	08/10/15
c	California Resources-200 shs	P	06/12/12	08/10/15
d	California Resources-320 shs	P	04/01/11	08/10/15
e	California Resources-40 shs	P	07/01/11	08/10/15
f	General Electric-1031 shs	P	10/16/86	08/10/15
g	Merck & Co-870 shs	P	07/02/09	08/10/15
h	McDonald's-300 shs	P	07/02/09	08/10/15
i	Intel Corp-2331 shs	P	03/27/97	08/10/15
j	Coca Cola-1000 shs	P	03/05/01	08/10/15
k	Johnson & Johnson-400 shs	P	03/05/01	08/10/15
l	General Electric-744 shs	P	01/20/83	08/10/15
m	Phillips 66-100 shs	P	06/14/04	08/10/15
n	Procter & Gamble-500 shs	P	03/05/01	08/10/15
o	Walmart Inc-1000 shs	P	09/24/91	08/10/15

(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	55,757.97	11,184.68	44,573.29
b	1,563.97	3,239.56	<1,675.59>
c	781.99	1,460.65	<678.66>
d	1,251.17	2,931.72	<1,680.55>
e	156.40	358.67	<202.27>
f	26,899.48	3,291.92	23,607.56
g	50,694.05	23,750.30	26,943.75
h	29,764.95	17,342.85	12,422.10
i	68,600.29	41,127.83	27,472.46
j	41,513.23	24,875.00	16,638.23
k	39,783.27	22,350.00	17,433.27
l	19,411.45	1,718.48	17,692.97
m	8,170.85	1,708.87	6,461.98
n	38,016.31	18,744.58	19,271.73
o	71,293.31	12,687.07	58,606.24

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			44,573.29
b			<1,675.59>
c			<678.66>
d			<1,680.55>
e			<202.27>
f			23,607.56
g			26,943.75
h			12,422.10
i			27,472.46
j			16,638.23
k			17,433.27
l			17,692.97
m			6,461.98
n			19,271.73
o			58,606.24

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 }

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

2

3

Perkins-Prothro Foundation

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	Walmart Inc-900 shs	P	09/05/91	08/10/15
b	UBS	P	Various	Various
c	Event Driven Managers-12.995 shs	P	Various	04/01/15
d	Event Driven Managers-1.49 shs	P	Various	09/01/15
e	Capital Gains Dividends			
f				
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 64,163.97		25,793.43	38,370.54
b 8,322,275.62		8,127,781.38	194,494.24
c 1,173.55		1,077.69	95.86
d 132.60		123.57	9.03
e 6,344.77			6,344.77
f			
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			(i) 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			38,370.54
b			194,494.24
c			95.86
d			9.03
e			6,344.77
f			
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	506,200.95
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
AT&T Performing Arts Center 2100 Ross Avenue, Suite 650 Dallas, TX 75201	None	501(c)(3)	End of Year Campaign	2,500.00
AT&T Performing Arts Center 700 N. Pearl Street, Suite N 1800 Dallas, TX 75201	None	501(c)(3)	Annual Fund	12,500.00
Backdoor Theatre PO Box 896 Wichita Falls, TX 76307	None	501(c)(3)	Kids Camp	1,000.00
Backdoor Theatre PO Box 896 Wichita Falls, TX 76307	None	501(c)(3)	Open	250.00
Bedford Presbyterian Church PO Box 7227 Bedford, NH 03110	None	501(c)(3)	2015 Pledge	7,500.00
Bedford Presbyterian Church PO Box 7227 Bedford, NH 03110	None	501(c)(3)	Capital Campaign	3,750.00
Best Friends Animal Society 5001 Angel Canyon Rd Kanab, UT 84741	None	501(c)(3)	Open Contribution	5,000.00
Big Brothers Big Sisters 4822 Kemp Blvd, Suite 1200 Wichita Falls, TX 76308	None	501(c)(3)	Dancing for the Stars	1,000.00
Big Thought 1409 South Lamar Street, Suite 1015 Dallas, TX 75215	None	501(c)(3)	Dallas City of Learning 2015 Summer Program	30,000.00
Booker T. Washington School for PA PO Box 192648 Dallas, TX 75219	None	501(c)(3)	Patron of the Arts Magnet Program	9,000.00
Total from continuation sheets				1,861,625.00

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
Boy Scouts of America 2525 Kell Blvd., Suite 510 Wichita Falls, TX 76308	None	501(c)(3)	2015 Annual Operations	100,00
Boy Scouts of America 3604 Maplewood Avenue Wichita Falls, TX 76308	None	501(c)(3)	Annual Fund	300,00
Boys & Girls Clubs of WF 1318 Sixth Street Wichita Falls, TX 76301	None	501(c)(3)	Computers	21,000,00
Boys & Girls Clubs of WF PO Box 97508 Wichita Falls, TX 76307	None	501(c)(3)	It Just Takes One	750,00
Camelot Therapeutic Horsemanship 23623 North Scottsdale Rd Scottsdale, AZ 85255	None	501(c)(3)	Open Contribution	500,00
CASA-Court Appointed Special Adv. Of NH PO Box 7227 Manchester, NH 03105	None	501(c)(3)	As needed	7,500,00
Chiapas International PO Box 9053 Dallas, TX 75209	None	501(c)(3)	Esperanza International	750,00
Court Appointed Advocates of TC 7701 North Lamar, Suite 301 Austin, TX 78752	None	501(c)(3)	Open Contribution	9,000,00
Creede Community Church PO Box 126 Creede, CO 81130	None	501(c)(3)	Kay & Frank Yeager Fund	5,000,00
Creede Mining Heritage Inc. PO Box 403 Creede, CO 81130	None	501(c)(3)	Sunnyside Chapel Restoration	25,000,00
Total from continuation sheets				

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
Creede Mining Heritage Inc. PO Box 403 Creede, CO 81130	None	501(c)(3)	Kay & Frank Yeager Fund	50,000.00
Currier Museum of Art PO Box 7227 Manchester, NH 03104	None	501(c)(3)	As needed	1,875.00
Dallas Opera 2403 Flora Street Suite 500 Dallas, TX 75201	None	501(c)(3)	General Operating Support	3,000.00
Dallas Symphony Orchestra 2301 Flora Street Dallas, TX 75201	None	501(c)(3)	Soluna 2015 Festival	12,500.00
Easter Seals of NH Inc. PO Box 7227 Manchester, NH 03103	None	501(c)(3)	Farnum Center	3,750.00
Educational Opportunities Inc. 3419 Westminster Ave, Suite 218 Dallas, TX 75205	None	501(c)(3)	Open Contribution	9,000.00
Emancipet 7010 Easy Wind Dr, Suite 260 Austin, TX 78752	None	501(c)(3)	General Operations	3,000.00
Episcopal School of Dallas 4100 Merrell Rd Dallas, TX 75229	None	501(c)(3)	Annual Fund	7,500.00
Faith Mission PO Box 965 Wichita Falls, TX 76307	None	501(c)(3)	Faith Refuge	1,500.00
First UMC PO Box 2125 Wichita Falls, TX 76307	None	501(c)(3)	2015 Budget	30,000.00
Total from continuation sheets				

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
Frank Buck Zoological Society PO Box 621 Gainesville, TX 76241	None	501(c)(3)	Cheetah	10,000.00
Frank Buck Zoological Society PO Box 621 Gainesville, TX 76341	None	501(c)(3)	In honor of MHP List	50.00
FUMC PO Box 2125 Wichita Falls, TX 76307	None	501(c)(3)	Annual Budget	72,500.00
FUMC PO Box 2125 Wichita Falls, TX 76307	None	501(c)(3)	Kay & Frank Yeager Fund	24,000.00
Girl Scouts of Northeast Texas 6001 Summerside Drive Dallas, TX 75252	None	501(c)(3)	2015 Women of Distinction Luncheon	2,500.00
Goodwill Industries of Dallas 3020 N. Westmoreland Road Dallas, TX 75212	None	501(c)(3)	Inaugural Business & Philanthropist Luncheon	5,000.00
Greater Dallas Youth Orchestra 3630 Harry Hines Blvd Dallas, TX 75219	None	501(c)(3)	Spring Gala and Season Finale	937.50
Greater Dallas Youth Orchestra 3630 Harry Hines Blvd Dallas, TX 75219	None	501(c)(3)	Annual Fund	1,500.00
H.A.N.D. 1640B East 2nd St, Suite 200 Austin, TX 78702	None	501(c)(3)	Use as needed.	3,000.00
Hands to Hands Community Fund PO Box 4641 Wichita Falls, TX 76308	None	501(c)(3)	2015-16 Campaign	12,500.00
Total from continuation sheets				

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
Hands to Hands Community Fund PO Box 4641 Wichita Falls, TX 76308	None	501(c)(3)	Open	1,000.00
Highland Park Education Fdn 4201 Grassmere Lane Dallas, TX 75205	None	501(c)(3)	Mad for Plaid	7,500.00
Highland Park UMC 3300 Mockingbird Lane Dallas, TX 75205	None	501(c)(3)	Church's daily function & missions	37,500.00
Hospice of Wichita Falls PO Box 4804 Wichita Falls, TX 76308	None	501(c)(3)	Memorials	140.00
Hospice of Wichita Falls PO Box 4804 Wichita Falls, TX 76308	None	501(c)(3)	Open	2,200.00
Hospice of Wichita Falls PO Box 4804 Wichita Falls, TX 76308	None	501(c)(3)	Tree of Lights	125.00
Humane Society of Wichita County PO Box 3648 Wichita Falls, TX 76301	None	501(c)(3)	Airmen for the Animals	2,000.00
Imagine Art 2830 Real Street Austin, TX 78722	None	501(c)(3)	Use as needed.	3,000.00
Kemp Center for the Arts 1300 Lamar Street Wichita Falls, TX 76301	None	501(c)(3)	Kemp Sculpture Garden 2015-2016	30,000.00
Kemp Center for the Arts 1300 Lamar Street Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	4,350.00
Total from continuation sheets				

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
Letot Capital Foundation 10505 Denton Ave. Dallas, TX 75220	None	501(c)(3)	Enrichment Fund	15,000.00
Lung Cancer Foundation of America 1776 Park Ave., #4-174 Park City, UT 84060	None	501(c)(3)	Open	3,750.00
McKernyn Bridge Fdn PO Box 7227 Manchester, NH 03101	None	501(c)(3)	As needed	3,750.00
Mills College 5000 MacArthur Blvd. Oakland, CA 94613	None	501(c)(3)	Annual Support	12,500.00
Mountainlands Community Housing Trust 1960 Sidewinder, Suite 202 Park City, UT 84060	None	501(c)(3)	Open	2,000.00
Mountainlands Community Housing Trust 1960 Sidewinder, Suite 202 Park City, UT 84060	None	501(c)(3)	In memory of Bob Wells	25.00
Midwestern State University 3410 Taft Wichita Falls, TX 76308	None	170(c)(1)	Perry Goolsby Scholarship Fund	2,000.00
MSU - Museum of Art 3410 Taft Wichita Falls, TX 76308	None	501(c)(3)	Museum of Art	1,100.00
MSU Akin Music Series 3410 Taft Wichita Falls, TX 76308	None	170(c)(1)	Akin Music Series	54,000.00
MSU Fantasy of Lights 3410 Taft Wichita Falls, TX 76308	None	501(c)(3)	Fantasy of Lights	100.00
Total from continuation sheets				

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
MSU Mustang Athletic Club 3410 Taft Wichita Falls, TX 76308	None	170(c)(1)	Mustang Athletic Club	250.00
MSU President's Excellence Circle 3410 Taft Wichita Falls, TX 76308	None	170(c)(1)	President's Excellence Circle	22,250.00
Museum of North Texas History PO Box 1619 Wichita Falls, TX 76307	None	501(c)(3)	Annual Membership	500.00
Nasher Sculpture Center 2001 Flora Street Dallas, TX 75201	None	501(c)(3)	Nasher Prize Sponsorship	5,000.00
National Ability Center PO Box 682799 Park City, UT 84060	None	501(c)(3)	RWS	22,270.00
P.E.T.S. PO Box 4669 Wichita Falls, TX 76308	None	501(c)(3)	Family Plan	7,500.00
Park City Community Foundation PO Box 6814999 Park City, UT 84068	None	501(c)(3)	Open	2,500.00
Park City Historical Society PO Box 555 Park City, UT 84060	None	501(c)(3)	2015 Capital Campaign	12,500.00
Park City Institute PO Box 1297 Park City, UT 84060	None	501(c)(3)	Saints & Sinners	12,475.00
Park City Institute PO Box 1297 Park City, UT 84060	None	501(c)(3)	Open	5,625.00
Total from continuation sheets				

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
PC Ski Education Foundation PO Box 108 Park City, UT 84060	None	501(c)(3)	Open	10,000.00
Peace House Inc. PO Box 682141 Park City, UT 84068	None	501(c)(3)	Open	2,500.00
Perot Museum of Nature & Science 2201 North Field Street Dallas, TX 75202	None	501(c)(3)	Night at the Museum	6,250.00
PETA 501 Front street Northfolk, VA 23510	None	501(c)(3)	Open Contribution	10,000.00
Presbyterian Manor 4600 Taft Wichita Falls, TX 76308	None	501(c)(3)	House of Hope Fith Wing Const.	211,250.00
Presbyterian Manor 4600 Taft Wichita Falls, TX 76308	None	501(c)(3)	Good Samaritan Fund	450.00
Project Back to School PO Box 9700 Wichita Falls, TX 76308	None	501(c)(3)	Project Back to School	1,650.00
Project Transformation Greater Dallas 547 E Jefferson Blvd Dallas, TX 75203	None	501(c)(3)	Project Renovation	50,000.00
River Bend Nature Center PO Box 3675 Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	1,100.00
Ronald McDonald House of Dallas 4707 Bengal Street Dallas, TX 75235	None	501(c)(3)	Ronald McDonald House & Trains	412.50
Total from continuation sheets				

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
Saint Louise House 2026 Guadalupe Street Austin, TX 78705	None	501(c)(3)	Use as needed.	3,000.00
Salesmanship Club Charitable Golf of Dallas 4707 Bengal Street Dallas, TX 75203	None	501(c)(3)	Annual Golf Tournament	16,500.00
Salvation Army - Dallas 8787 North Stemmons Freeway Dallas, TX 75247	None	501(c)(3)	Doing The Most Good Luncheon	2,500.00
School of American Ballet 70 Lincoln Center Plaza, 5th Floor New York, NY 10023	None	501(c)(3)	Advisory Council Scholarship Fund	2,500.00
Sheppard Military Affairs Committee 900 8th Street, Suite 617 Wichita Falls, TX 76301	None	501(c)(3)	SMAC efforts	1,500.00
SMU PO Box 75275 Dallas, TX 75275	None	170(c)(1)	Allesio Bax Chair	50,000.00
SMU - Southwest Review PO Box 750365 Dallas, TX 75276	None	170(c)(1)	Spiegelman Endowment Fund	5,000.00
SMU Center for Political Studies PO Box 750281 Dallas, TX 75275	None	170(c)(1)	Security & Strategy Program	2,500.00
SMU Center for Political Studies PO Box 750460 Dallas, TX 75275	None	170(c)(1)	Freedom Dinner	5,000.00
SMU Fondren Library PO Box 750402 Dallas, TX 75275	None	170(c)(1)	Fondren Library Renovation	10,000.00
Total from continuation sheets				

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
SMU Meadows School of the Arts PO Box 750356 Dallas, TX 75275	None	170(c)(1)	Piano Faculty Recruitment Fund 1-4	50,000.00
SMU Meadows School of the Arts PO Box 750356 Dallas, TX 75275	None	170(c)(1)	National Center for Arts Research	7,500.00
SMU Mustang Club PO Box 750315 Dallas, TX 75275	None	170(c)(1)	Mustang Club	4,000.00
SMU Perkins School of Theology PO Box 750133 Dallas, TX 75275	None	170(c)(1)	Public Life / Personal Faith Lecture	12,500.00
Southside Youth Senter 1205 Montgomery Wichita Falls, TX 76302	None	501(c)(3)	Outdoor Activities Center	10,000.00
Southwestern Medical Fdn 3963 Maple Avenue, Suite 100 Dallas, TX 75219	None	501(c)(3)	75th Anniversary Celebration	5,000.00
Southwestern University PO Box 770 Georgetown, TX 78627	None	501(c)(3)	Southwestern Fund	10,000.00
Southwestern University PO Box 770 Georgetown, TX 78627	None	501(c)(3)	Parent Fund	9,000.00
SPCA of TX 2400 Lone Star Drive Dallas, TX 75212	None	501(c)(3)	Open Contribution	10,000.00
St. Mark's School of Texas 10600 Preston Road Dallas, TX 75230	None	501(c)(3)	Open	1,500.00
Total from continuation sheets				

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
St. Michael's & All Angels Episcopalian Church 8011 Douglas Ave. Dallas, TX 75225	None	501(c)(3)	Stewardship	1,500.00
Texas Cultural Trust 823 Congress Avenue, Suite 707 Austin, TX 78701	None	501(c)(3)	Tx Medal of Honor Presentation in honor of Ruth Alshuler	2,500.00
Texas Wesleyan University 1201 Wesleyan Ft Worth, TX 76105	None	501(c)(3)	Annual Fund	1,000.00
United Regional Health Care Fdn 1600 11th Street Wichita Falls, TX 76301	None	501(c)(3)	Center for Emergency Car	167,000.00
University Park UMC 4024 Caruth Blvd Dallas, TX 75225	None	501(c)(3)	Union	5,000.00
US Ski & Snowboard Fdn PO Box 100 Park City, UT 84060	None	501(c)(3)	Open	47,000.00
USO DFW PO Box 613306 DFW Airport, TX 75261	None	501(c)(3)	2015 Patriots Salute Dinner	2,000.00
UT Chancellor's Council 210 W 6th Street, Suite 1.200 Austin, TX 78701	None	170(c)(1)	Chancellor's Council	2,000.00
UT Longhorn Fdn PO Box 7399 Austin, TX 78713	None	170(c)(1)	Longhorn Fdn	21,535.00
UT President's Associates PO Box 65080 San Antonio, TX 78265	None	170(c)(1)	President's Associates	2,000.00
Total from continuation sheets				

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
UT Southwestern Medical Center 5323 Harry Hines Blvd Dallas, TX 75390	None	170(c)(1)	New University Hospital	25,000.00
Utah Olympic Legacy Foundation POI Box 980377 Park City, UT 84098	None	501(c)(3)	open	10,000.00
Utah Symphony & Opera 123 West South Temple Salt Lake City, UT 84101	None	501(c)(3)	DVMF & Annual Fund	26,930.00
Utah Symphony & Opera 123 West South Temple Salt Lake City, UT 84101	None	501(c)(3)	Open	17,000.00
Visiting Nurse Association 1600 victory Drive, Suite 400 Dallas, TX 75235	None	501(c)(3)	Legends and Leaders	3,750.00
Wake Forest University PO Box 7227 Winston Salem, NC 27109	None	501(c)(3)	Wellbeing Center	120,000.00
WF Area Food Bank PO Box 623 Wichita Falls, TX 76307	None	501(c)(3)	Power Pak 4 Kids	10,000.00
WF Ballet Theatre 1501 Midwestern Pkway, Suite 116 Wichita Falls, TX 76302	None	501(c)(3)	Season Support 2015-2016	1,600.00
WF Ballet Theatre 1501 Midwestern Pkway, Suite 116 Wichita Falls, TX 76302	None	501(c)(3)	Open	100.00
WF Police Dept, Nat'l Drug & Safety League 710 Flood St. Wichita Falls, TX 76301	None	501(c)(3)	Annual Material Drive	750.00
Total from continuation sheets				

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
WF PRCA Reodeo Assoc. 109 Waco Street Wichita Falls, TX 76301	None	501(c)(3)	Open	2,500.00
WF Symphony Orchestra 1300 Lamar Street Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	35,750.00
WF Symphony Orchestra PO Box 3648 Wichita Falls, TX 76301	None	501(c)(3)	Cosponsor guest artists - October Concert	4,000.00
WF Symphony Orchestra 1300 Lamar Street Wichita Falls, TX 76301	None	501(c)(3)	Co-sponsor 2016 April concert	10,000.00
WF Youth Symphony Orchestra 1300 Lamar Street Wichita Falls, TX 76301	None	501(c)(3)	General Operating Support	9,500.00
WF Youth Symphony Orchestra 1300 Lamar Street Wichita Falls, TX 76301	None	501(c)(3)	2015 Annual Fund in memory of Gail Key	750.00
Wichita County Heritage Society 900 Bluff Street Wichita Falls, TX 76301	None	501(c)(3)	Heritage Society	750.00
Wichita Falls Symphony Orchestra 1300 Lamar Street Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	12,500.00
Wichita Falls Symphony Orchestra 1300 Lamar Street Wichita Falls, TX 76301	None	501(c)(3)	Nov 14 concert	20,000.00
Wild Bird Rescue 4611 Lake Shore Drive Wichita Falls, TX 76310	None	501(c)(3)	Annual Budget	1,250.00
Total from continuation sheets				

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
Winter Sports School 4251 Shadow Mountain Dr. Park City, UT 84098	None	501(c)(3)	Open	975.00
Wofford College 429 North Church Street Spartanburg, SC 29303-3663	None	501(c)(3)	James Patrick Endowed Scholarship	1,000.00
Wofford College Terrier Club 429 North Church St. Spartanburg, SC 29303	None	501(c)(3)	Open	4,125.00
Wounded Warrior Project PO Box 758517 Topeka, KS 66675	None	501(c)(3)	In memory of Walter Edward Bailor	9,000.00
Yal University Art Gallery PO Box 208271 New Haven, CT 06520	None	501(c)(3)	Annual Fund	15,000.00
Yellowstone Park Fdn 222 East Main St., Suite 301 Bozeman, MT 59715	None	501(c)(3)	Raptor Initiative	20,000.00
Yellowstone Park Fdn 222 East Main St., Suite 301 Bozeman, MT 59715	None	501(c)(3)	Open Contribution	500.00
Yellowstone Park Fdn 222 East Main St., Suite 301 Bozeman, MT 59715	None	501(c)(3)	Kay & Frank Yeager Fund	35,625.00
YMCA East Branch 302 Tulsa Street Wichita Falls, TX 76301	None	501(c)(3)	East Branch	200.00
YMCA of WF 1010 9th Street Wichita Falls, TX 76301	None	501(c)(3)	Partners with Youth	500.00
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**