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EXTENDED TO NOVEMBER 15, 2016

## Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

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

For calendar year 2015 or tax year beginning

, and ending

Name of foundation <b>KICKAPOO SPRINGS FOUNDATION</b>		A Employer identification number <b>75-2684716</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 176</b>	Room/suite	B Telephone number <b>325-673-6429</b>
City or town, state or province, country, and ZIP or foreign postal code <b>ABILENE, TX 79604</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 88,082,512.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	2,192.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,520.	1,520.		STATEMENT 1
	4 Dividends and interest from securities	871,907.	871,907.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	367,308.			
	b Gross sales price for all assets on line 6a	8,109,246.			
	7 Capital gain net income (from Part IV, line 2)		367,308.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	2,524,698.	4,113,832.		STATEMENT 3	
12 Total Add lines 1 through 11	3,767,625.	5,354,567.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	52,451.	36,060.		16,391.
	c Other professional fees				
	17 Interest				
	18 Taxes	141,942.	11,932.		0.
	19 Depreciation and depletion	365,183.	179,551.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	337,408.	273,298.		64,110.
	24 Total operating and administrative expenses Add lines 13 through 23	896,984.	500,841.		80,501.
	25 Contributions, gifts, grants paid	3,548,628.			3,548,628.
26 Total expenses and disbursements. Add lines 24 and 25	4,445,612.	500,841.		3,629,129.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<677,987.>				
b Net investment income (if negative, enter -0-)		4,853,726.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	6,485,905.	4,365,506.	4,365,506.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable	80,885.		
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	21,440,168.	22,592,405.	36,756,781.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10		18,566,062.	18,242,323.	46,874,589.
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 11)		91,249.	104,239.	85,636.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		46,664,269.	45,304,473.	88,082,512.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 12)	217,488.	56,378.	
23 Total liabilities (add lines 17 through 22)	217,488.	56,378.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	46,446,781.	45,248,095.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	46,446,781.	45,248,095.	
	31 Total liabilities and net assets/fund balances	46,664,269.	45,304,473.	

## 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	46,446,781.
2 Enter amount from Part I, line 27a	2	<677,987.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	32,888.
4 Add lines 1, 2, and 3	4	45,801,682.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	553,587.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	45,248,095.

**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 ATTACHMENT 2/CAPITAL GAINS &amp; LOSSES</b>			<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b</b>				
<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 8,109,246.</b>		<b>7,741,938.</b>	<b>367,308.</b>
<b>b</b>			
<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>			<b>367,308.</b>
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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		<b>2</b>	<b>367,308.</b>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<b>3</b>	<b>N/A</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.

**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	5,246,080.	87,528,495.	.059936
2013	3,079,693.	72,993,843.	.042191
2012	3,036,695.	58,275,740.	.052109
2011	2,431,885.	56,154,224.	.043307
2010	2,088,288.	47,362,472.	.044092

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>.241635</b>
<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>	<b>.048327</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	<b>4</b>	<b>90,695,248.</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>4,383,029.</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>48,537.</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>4,431,566.</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	<b>3,629,129.</b>

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	97,075.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	97,075.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	97,075.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 98,145.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 120,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	218,145.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	121,070.
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax	97,080.	11	23,990.
	Refunded		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
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) <b>TX</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	
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)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X
14 The books are in care of ► <u>JEFF BLANKS</u> Telephone no. ► <u>325-673-6429</u> Located at ► <u>P.O. BOX 176, ABILENE, TX</u> ZIP+4 ► <u>79604</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ► _____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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. ► _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input 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	X
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

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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** ☒ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☒

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If "Yes" to 6b, file Form 8870

**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 13		0.	0.	0.

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

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

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

0

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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
DODGE JONES FOUNDATION P.O. BOX 176, ABILENE, TX 79604	REIMBURSEMENT OF ADMIN EXPENSE	204,641.
CONDLEY AND COMPANY, LLP PO BOX 2993, ABILENE, TX 79604	AUDIT AND TAX SERVICES	52,451.
<b>Total</b> 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	
<b>Total.</b> Add lines 1 through 3	0.

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**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>	39,804,399.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	5,311,770.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	46,960,225.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	92,076,394.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	92,076,394.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,381,146.
<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>	90,695,248.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	4,534,762.

**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>	4,534,762.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	97,075.
<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>	97,075.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	4,437,687.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	4,437,687.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	4,437,687.

**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>	3,629,129.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	3,629,129.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	3,629,129.

**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				4,437,687.
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				757,009.
<b>f</b> Total of lines 3a through e	757,009.			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 3,629,129.				
<b>a</b> Applied to 2014, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2015 distributable amount				3,629,129.
<b>e</b> Remaining amount distributed out of corpus	0.			
<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))	757,009.			757,009.
<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	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				51,549.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				
<b>e</b> Excess from 2015				

N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

**(4) Gross investment income**

[illegible]

2015.03020 KICKAPOO SPRINGS FOUNDATION 359030 1

**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				
ADMIRAL NIMITZ FOUNDATION 310 EAST AUSTIN STREET FREDERICKSBURG, TX 78624	NONE	PC	CHARITABLE/ 2015 DISTINGUISHED SPEAKER SERIES	5,000.
ALAMO ENDOWMENT PO BOX 2099 SAN ANTONIO, TX 78297	NONE	PC	CULTURAL/ TO FUND THE ENDOWMENT	10,000.
AMERICA'S FUTURE FOUNDATION 1513 16TH STREET NW WASHINGTON, DC 20036	NONE	PC	CHARITABLE/ OPERATING SUPPORT	2,500.
AMERICA'S VETDOGS VETERAN'S K-9 CORPS P.O. BOX 540723 GREENACRES, FL 33454-0723	NONE	PC	CHARITABLE/ OPERATING SUPPORT	5,000.
AMERICAN COUNCIL ON SCIENCE AND HEALTH 1995 BROADWAY, 2ND FLOOR NEW YORK, NY 10023-5860	NONE	PC	CHARITABLE/ OPERATING SUPPORT	2,500.
Total SEE CONTINUATION SHEET(S) ▶ 3a				3,548,628.
b Approved for future payment				
SALVATION ARMY 1726 BUTTERNUT ST ABILENE, TX 79608	NONE	PC	OPERATING SUPPORT	30,000.
TEXAS TECH FOUNDATION OFFICE OF INSTITUTIONAL ADVANCEMENT BOX 41081 LUBBOCK, TX 79409	NONE	PC	EDUCATIONAL/ TO ESTABLISH THE FREE MARKET ECONOMICS INSTITUTE	1,200,000.
WASHINGTON LEGAL FOUNDATION 2009 MASSACHUSETTS AVE. WASHINGTON, DC 20036	NONE	PC	CHARITABLE/SPONSOR JUDGE K. K. LEGETT FELLOWS FOR 2011-2015	77,995.
Total ▶ 3b				1,307,995.



## 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   | 1a(1) | X  |
|          | (2) Other assets   | 1a(2) | X  |
| <b>b</b> | Other transactions:  |       |    |
|          | (1) Sales of assets to a noncharitable exempt organization   | 1b(1) | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization   | 1b(2) | X  |
|          | (3) Rental of facilities, equipment, or other assets   | 1b(3) | X  |
|          | (4) Reimbursement arrangements   | 1b(4) | X  |
|          | (5) Loans or loan guarantees   | 1b(5) | X  |
|          | (6) Performance of services or membership or fundraising solicitations   | 1b(6) | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    | 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.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

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.

Signature of officer or trustee

Date 11/13/16

of which pres  
**VICE**

PRESIDENT/CFO

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

LEROY BOLT, CPA

Preparer's signature \_\_\_\_\_

Levy 60th

Date \_\_\_\_\_

11-11-16

Check ☐ self-employed

PTIN

P00023092

Firm's name ► **CONDLEY AND COMPANY, L.L.P.**

Firm's EIN ► 75-1056027

Firm's address ► P. O. BOX 2993

ABILENE, TX 79604-2993

Phone no. (325) 677-6251

Form **990-PF** (2015)

**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
AMERICAN JUNIOR RODEO ASSOCIATION 3600 COUNTY ROAD 119 ELDORADO, TX 76936	NONE	PC	CHARITABLE/ OPERATING SUPPORT	15,000.
AMERICAN RED CROSS, BIG COUNTRY REGIONAL CHAPTER 1610 N 2ND STREET ABILENE, TX 79601	NONE	PC	CHARITABLE/ OKLAHOMA & ARKANSAS TORNADO RELIEF	2,000.
AMERICAN STUDIES CENTER 1100 NORTH GLEBE ROAD, SUITE 900 ARLINGTON, VA 22201	NONE	PC	CHARITABLE/ TO SPONSOR THE 2015 CONFERENCE AND NATIONAL MEMORIAL DAY PARADE	5,000.
ANTIOCH COMMUNITY CHURCH 510 N 20TH ST WACO, TX 76707	NONE	PC	RELIGIOUS/ MISSION ASSISTANCE - CAITLIN MORRIS	5,000.
ASSOCIATION OF PRIVATE ENTERPRISE EDUCATION, INC. 313 FLETCHER CHATTANOOGA, TN 37403	NONE	PC	CHARITABLE/ YOUNG SCHOLARS PROGRAM	10,000.
BOYS AND GIRLS CLUB OF SAN ANGELO P.O. BOX 107 SAN ANGELO, TX 76903	NONE	PC	CHARITABLE/ BE GREAT: GRADUATE PROGRAM	30,000.
CENTER FOR EDUCATIONAL REVISION 400 S ZANG BLVD, SUITE 1414 DALLAS, TX 75208	NONE	PC	EDUCATIONAL/ WOODSON AND STRAWN ISD TECHNOLOGY INTEGRATION GRANTS	244,090.
CENTER FOR IMMIGRATION STUDIES 1629 K STREET NW, SUITE 600 WASHINGTON, DC 20006	NONE	PC	CULTURAL/ OPERATING SUPPORT	2,500.
CITY OF ALBANY 609 RAILROAD STREET ALBANY, TX 76430	NONE	PC	GOVERNMENTAL/ PAVING AT WEBB PARK	50,000.
CITY OF EDEN 116 E BLANCHARD STREET EDEN, TX 76837	NONE	PC	GOVERNMENTAL/ VFD SUPPORT	25,000.
<b>Total from continuation sheets</b>				<b>3,523,628.</b>

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CITY OF HASKELL 301 N 1ST STREET HASKELL, TX 79521	NONE	PC	GOVERNMENTAL/ VFD OPERATING SUPPORT	25,000.
CITY OF THROCKMORTON 116 E CHESTNUT ST THROCKMORTON, TX 76483	NONE	PC	GOVERNMENTAL/ VFD SUPPORT	25,000.
CITY OF WOODSON PO BOX 126, 110 N HWY 183 WOODSON, TX 76491	NONE	PC	GOVERNMENTAL/ VFD SUPPORT	25,000.
CLARE BOOTHE LUCE POLICY INSTITUTE 112 ELDEN STREET, SUITE P HERNDON, VA 20170	NONE	PC	CHARITABLE/ OPERATING SUPPORT	5,000.
COMMUNITY FOUNDATION OF ABILENE 500 CHESTNUT STREET, SUITE 1634 ABILENE, TX 79602	NONE	PC	CHARITABLE/ MAGGY MORFORD DESIGNATED FUND- ST. JOHN'S SCHOOL	10,000.
DAILY CALLER NEWS FOUNDATION 1050 17TH STREET NW, SUITE 900 WASHINGTON, DC 20036	NONE	PC	CHARITABLE/ OPERATING SUPPORT	5,000.
DISABILITY RESOURCES, INC. 3602 CLACK STREET ABILENE, TX 79601	NONE	PC	CHARITABLE/ TO ESTABLISH A DOCUMENT DESTRUCTION PROGRAM	106,280.
EPISCOPAL CHURCH OF THE HEAVENLY REST 602 MEANDER STREET ABILENE, TX 79602	NONE	PC	RELIGIOUS/ BUILDING ON OUR HERITAGE OF FAITH, HOPE AND LOVE CAPITAL CAMPAIGN	100,000.
EPISCOPAL THEOLOGICAL SEMINARY OF THE SOUTHWEST 501 E 32ND STREET AUSTIN, TX 78705	NONE	PC	EDUCATIONAL/ CAMPUS MASTER PLAN	42,664.
EULA VOLUNTEER FIRE DEPARTMENT 12430 FM 769 EOLA, TX 76937	NONE	PC	GOVERNMENTAL/ OPERATING SUPPORT	25,000.
Total from continuation sheets				



## KICKAPOO SPRINGS FOUNDATION

75-2684716

**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
EXPONENT PHILANTHROPY 1720 N ST. NW WASHINGTON, DC 20036	NONE	PC	CHARITABLE/ GRANT IN LIEU OF DUES	750.
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BLVD, SUITE B DAVIS, CA 95616	NONE	PC	EDUCATIONAL/ OPERATING SUPPORT	5,000.
FRIENDS FOR LIFE 301 OAK STREET #1 ABILENE, TX 79602	NONE	PC	CHARITABLE/ OPERATING SUPPORT	5,000.
FUND FOR AMERICAN STUDIES 1706 NEW HAMPSHIRE AVE WASHINGTON, DC 20009	NONE	PC	EDUCATIONAL/ OPERATING SUPPORT	5,000.
GARY SINISE FOUNDATION PO BOX 50008 STUDIO CITY, CA 91614	NONE	PC	CHARITABLE/ RISE PROGRAM	50,000.
GEORGE W. BUSH FOUNDATION PO BOX 259000 DALLAS, TX 75225	NONE	PC	CHARITABLE/ GEORGE W. BUSH PRESIDENTIAL CENTER	25,000.
GLOBAL SAMARITAN RESOURCES 2074 N. 1ST STREET ABILENE, TX 79604	NONE	PC	CHARITABLE/ TO PURCHASE SECURITY CAMERAS AND A MOTORIZED GATE WITH REMOTES	7,700.
GRAPE CREEK VFD, INC. 7912 WREN ROAD SAN ANGELO, TX 76901	NONE	PC	GOVERNMENTAL/ TO PURCHASE A JAWS OF LIFE	12,000.
HARDIN-SIMMONS UNIVERSITY 2200 HICKORY STREET ABILENE, TX 79601	NONE	PC	EDUCATIONAL/ FOUR-O PUBLISHING- THE BOOKS I HAVE- LARRY MCMURTRY	12,000.
HILLSDALE COLLEGE 33 E COLLEGE STREET HILLSDALE, MI 49242	NONE	PC	EDUCATIONAL/ TO SUPPORT THE KIRBY CENTER	25,000.
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
INTERCOLLEGIATE STUDIES 3901 CENTERVILLE RD WILMINGTON, DE 19807	NONE	PC	EDUCATIONAL/ OPERATING SUPPORT	5,000.
KIDS ON THE LAND INC PO BOX 694 OZONA, TX 76943	NONE	PC	CHARITABLE/ ABILENE AREA STEM PROGRAM	5,000.
LEADERSHIP INSTITUTE 1101 N HIGHLAND ST ARLINGTON, VA 22201	NONE	PC	CHARITABLE/ OPERATING SUPPORT	2,500.
MAKE-A-WISH FOUNDATION 407 N BIG SPRING ST, SUITE 208 MIDLAND, TX 79701	NONE	PC	CHARITABLE/ TAYLOR & JONES COUNTIES WISHES	7,500.
MEDIA RESEARCH CENTER 113 SOUTHWEST ST, SUITE 200 ALEXANDRIA, VA 22314	NONE	PC	CHARITABLE/ OPERATING SUPPORT	5,000.
MERCATUS CENTER 4084 UNIVERSITY DRIVE, STE 208 FAIRFAX, VA 22030-6803	NONE	PC	CHARITABLE/ OPERATING SUPPORT	2,500.
NATIONAL CENTER ON SEXUAL EXPLOITATION 1100 G STREET NW #1030 WASHINGTON, DC 20005	NONE	PC	CHARITABLE/ OPERATING SUPPORT	5,000.
OLD JAIL ART CENTER P.O. BOX 2650 ALBANY, TX 76430	NONE	PC	CULTURAL/ WATT R. MATTHEWS CHAIR IN REGIONAL HISTORY - 1:1 CHALLENGE	32,663.
PAY-IT-FORWARD CLEAN AND SOBER LIVING 1 HAVEN FOR HOPE WAY, STE 3.703 SAN ANTONIO, TX 778207	NONE	PC	CHARITABLE/ OPERATING SUPPORT	5,000.
PHILANTHROPY SOUTHWEST 624 N GOOD LATIMER EXPW #100 DALLAS, TX 75204	NONE	PC	CHARITABLE/GRANT IN LIEU OF DUES	2,000.
Total from continuation sheets				

## KICKAPOO SPRINGS FOUNDATION

75-2684716

**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
SALVATION ARMY 1726 BUTTERNUT STREET ABILENE, TX 79602	NONE	PC	CHARITABLE/ OPERATING SUPPORT- \$15,000 PER YEAR FOR 3 YEARS	15,000.
SAN ANGELO ISD 1621 UNIVERSITY AVENUE SAN ANGELO, TX 76904	NONE	PC	EDUCATIONAL/ NEW PLAYGROUND FOR FORT CONCHO	10,000.
SECOND AMENDMENT FOUNDATION 12500 NE 10TH PL BELLEVUE, WA 98005	NONE	PC	CHARITABLE/ OPERATING SUPPORT	2,500.
SPIRITHORSE THERAPEUTIC CENTER 1960 POST OAK DR CORINTH, TX 76210	NONE	PC	CHARITABLE/ OPERATING SUPPORT	2,500.
STATE POLICY NETWORK 2020 NORTH 14TH ST, STE 250 ARLINGTON, VA 22201	NONE	PC	CHARITABLE/ OPERATING SUPPORT	1,500.
TAX FOUNDATION 1325 G STREET NM WASHINGTON, DC 20005	NONE	PC	CHARITABLE/ OPERATING SUPPORT	3,500.
TEXAS STATE HISTORY MUSEUM FOUNDATION PO BOX 12456 AUSTIN, TX 78711	NONE	PC	CULTURAL/ TEXAS ON THE HORIZON CAMPAIGN- LA BELLE EXHIBIT	25,000.
TEXAS TECH FOUNDATION OFFICE OF INSTITUTIONAL ADVANCEMENT BOX 41081 LUBBOCK, TX 79409	NONE	PC	EDUCATIONAL/ TO ESTABLISH THE FREE MARKET ECONOMICS INSTITUTE AND CFA PASS THRU GRANT	2,400,000.
THE BECKET FUND FOR RELIGIOUS LIBERTY 3000 K ST. NW, SUITE 220 WASHINGTON, DC 20007	NONE	PC	CHARITABLE/ OPERATING SUPPORT	10,000.
THE PHILANTHROPY ROUNDTABLE 1150 17TH STREET NW, STE. 503 WASHINGTON, DC 20036	NONE	PC	CHARITABLE/ OPERATING SUPPORT	10,000.
<b>Total from continuation sheets</b>				

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

## 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
INTEREST INCOME	1,520.	1,520.	
TOTAL TO PART I, LINE 3	1,520.	1,520.	

## 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
DIVIDENDS	871,907.	0.	871,907.	871,907.	
TO PART I, LINE 4	871,907.	0.	871,907.	871,907.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	4,110,683.	4,110,683.	
PARTNERSHIP INCOME-UBI PORTION	<1,589,134.>	0.	
MISCELLANEOUS INCOME	3,149.	3,149.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,524,698.	4,113,832.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT & TAX SERVICES	52,451.	36,060.		16,391.
TO FORM 990-PF, PG 1, LN 16B	52,451.	36,060.		16,391.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME & EXCISE TAXES	130,000.	0.		0.
STATE TAXES	10.	0.		0.
FOREIGN TAX WITHHELD	11,932.	11,932.		0.
TO FORM 990-PF, PG 1, LN 18	141,942.	11,932.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATION COSTS	204,641.	140,691.		63,950.
INVESTMENT FEES	132,255.	132,255.		0.
OFFICE EXPENSE	12.	8.		4.
DUES EXPENSE	500.	344.		156.
TO FORM 990-PF, PG 1, LN 23	337,408.	273,298.		64,110.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
ADDITIONAL PERCENTAGE DEPLETION	32,278.
AT-RISK LOSS ALLOWED/CARSON PRIVATE CAPITAL	610.
TOTAL TO FORM 990-PF, PART III, LINE 3	32,888.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
NONDEDUCTIBLE EXPENSES	5,940.
DISALLOWED AT-RISK LOSS/ONEOK PARTNERS	4,718.
DISALLOWED AT-RISK LOSS/TREY RESOURCES I	542,929.
TOTAL TO FORM 990-PF, PART III, LINE 5	553,587.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT 1 - STOCKS	22,592,405.	36,756,781.
TOTAL TO FORM 990-PF, PART II, LINE 10B	22,592,405.	36,756,781.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ABILENE ALLDALE II PARTNERS	FMV	51,024.	86,754.
CENTRAL PARK 91 LTD	FMV	27,646.	76,332.
DJ LEGACY PARTNERS	FMV	201,517.	6,638,880.
DJ PEI PARTNERS	FMV	14,835,308.	15,207,015.
HOG PARTNERSHIP LP	FMV	68,429.	632,913.
HUMANA WEST LTD	FMV	72,803.	115,090.
MAGELLAN MIDSTREAM PARTNERS	FMV	10,403.	190,176.
MDJ MINERALS LLP	FMV	6,976.	18,000,000.
ONEOK PARTNERS	FMV	<52,039.>	36,156.
SFF ROYALTY LLC	FMV	2,823.	289,617.
SOFTOP, LP	FMV	837,106.	1,614,577.
SOFTSEARCH INVESTMENT LP	FMV	884,053.	1,225,938.
SOFTVEST LP	FMV	1,387,961.	2,177,018.
TEJON KIMBELL PARTNERS I	FMV	584,123.	584,123.
TREY RESOURCES I, LLC	FMV	<675,810.>	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		18,242,323.	46,874,589.

FORM 990-PF	OTHER ASSETS	STATEMENT 11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CASH VALUE LIFE INSURANCE	91,249.	104,239.	85,636.
TO FORM 990-PF, PART II, LINE 15	91,249.	104,239.	85,636.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DUE TO DJF - OVERHEAD ALLOCATION	217,488.	56,378.
TOTAL TO FORM 990-PF, PART II, LINE 22	217,488.	56,378.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
JOHN A. MATTHEWS, JR. P.O. BOX 61850 SAN ANGELO, TX 76906	DIRECTOR/CHAIRMAN/CEO 1.00	0.	0. 0.
KADE L. MATTHEWS P.O. BOX 1170 CLARENDON, TX 79226	DIRECTOR/PRESIDENT 1.00	0.	0. 0.
JOSEPH E. CANON P.O. BOX 176 ABILENE, TX 79604	DIRECTOR/EXEC VP/EXEC DIRE 1.00	0.	0. 0.
LAWRENCE E. GILL P.O. BOX 176 ABILENE, TX 79604	VICE PRES/GRANTS ADMINISTR 1.00	0.	0. 0.
JEFF BLANKS P.O. BOX 176 ABILENE, TX 79604	VICE PRES/TRES/CFO 1.00	0.	0. 0.



KICKAPOO SPRINGS FOUNDATION

75-2684716

LINDA S. BUCKNER  
P.O. BOX 176  
ABILENE, TX 79604

VICE PRES/SEC/PROPERTY ADM  
1.00 0.

0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

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**KICKAPOO SPRINGS FOUNDATION**  
**ATTACHMENT 1 - STOCKS**  
**PART II, LINE 10B**

**FEDERAL ID # 75-2684716**  
**FYE 12/31/15**

Shares	Description	Cost	Market Value at 12-31-15
2,000	Abbvie, Inc.	\$ 136,261	\$ 118,480
2,400	ADT Corp.	49,776	79,152
20,800	Air Lease Corp.	521,364	696,384
666	Allegion PLC	8,078	43,903
250	Alphabet, Inc.	123,755	194,503
470	Amen Properties, Inc.	127,021	313,960
2,861	American Campus Communities	106,447	118,274
1,243	Ameriprise Financial	149,757	132,280
1,453	Anadarko Petroleum Corp	116,262	70,587
5,210	Apache Corp.	438,236	231,688
2,000	Apple Computers, Inc.	178,727	210,520
3,033	AT&T	103,588	104,366
1,173	Avago Technologies	129,231	170,261
520	Biogen, Inc	148,596	159,302
740	BlackRock, Inc.	229,675	251,985
6,750	Brown Forman Corp. CL B	219,330	670,140
1,039	Celgene Corp.	98,646	124,431
733	Centene Corp.	44,681	48,239
487	Check Point Software Technology	35,021	39,632
2,966	Chevron Corp.	332,816	266,821
8,837	Cisco Systems, Inc.	212,160	239,946
3,017	Coca-Cola Co.	122,315	129,610
25,000	Concho Resources, Inc.	199,998	2,321,500
1,400	Cooper Companies, Inc.	35,515	187,880
6,500	Core Laboratories	646,834	706,810
3,500	Corning, Inc.	76,749	63,980
1,680	Cullen / Frost Bankers, Inc.	117,104	100,800
2,400	CVS Corp.	68,568	234,648
3,077	Delta Air Lines	130,230	155,973
5,130	Discover Financial Services	295,708	275,071
11,300	Dolby Laboratories, Co.	462,187	380,245
1,400	Dover Corp.	44,738	85,834
1,560	Du Pont E I De Nemours	94,833	103,896
3,822	Eaton Corp. PLC	270,308	198,897
3,000	EMC Corp.	76,215	77,040
150	Engility Holdings	2,827	4,872
1,292	EOG Resources	129,023	91,461
4,100	EP Energy Corp.	78,572	17,958
1,096	Estee Lauder	76,233	96,514
12,000	Expeditors International	585,205	541,200
2,286	Exxon Mobil Corp.	30,274	178,194
1,120	Facebook, Inc.	98,134	117,219
18,000	First American Financial Corp.	285,743	646,200
35,000	First Bankshares, Texas	70,000	456,400
300,000	First Financial Bankshares, Inc.	514,945	9,051,000
8,563	Ford	127,216	120,653

**KICKAPOO SPRINGS FOUNDATION**  
**ATTACHMENT 1 - STOCKS**  
**PART II, LINE 10B**

**FEDERAL ID # 75-2684716**  
**FYE 12/31/15**

Shares	Description	Cost	Market Value at 12-31-15
16,400	Fossil	1,140,326	599,584
3,200	Freeport-McMoran	26,561	21,664
5,682	General Electric	147,128	176,994
1,087	General Mills	56,506	62,676
2,847	General Motors	89,970	96,826
40,000	Gentex Corp.	435,511	640,400
9,815	Gilead Sciences, Inc.	1,026,836	993,180
739	Goldman Sachs	127,918	133,190
8,000	Graco, Inc.	198,306	576,560
1,873	Hain Celestial Group	97,251	75,650
106,667	Halcon Resources	1,999,999	134,400
1,478	Harley Davidson	86,501	67,086
2,700	Hartford Financial Services Group, Inc.	68,835	117,342
2,000	Ingersoll Rand, PLC	33,729	110,580
26,117	Intel Corp.	686,152	899,731
1,439	Johnson & Johnson	139,196	147,814
4,862	JP Morgan Chase & Co.	266,550	321,038
925	Kansas City Southern	99,188	69,070
2,600	Knowles Corp.	65,859	34,658
833	Kraft Foods Group, Inc.	26,230	60,609
900	L-3 Communications Holdings, Inc.	68,192	107,559
2,582	Lam Research Corp.	184,258	205,062
436	Lockheed Martin Corp.	62,457	94,677
83,710	Main Street Capital Corp.	1,009,991	2,434,299
1,800	Mallinkrodt	128,983	134,334
2,700	Marathon Oil	99,119	33,993
65,000	McDermott International	336,824	217,750
1,375	McDonald's Corp.	130,369	162,443
1,100	McKesson Corp.	30,522	216,953
1,474	Mead Johnson Nutrition	137,462	116,372
2,805	Medtronic	216,137	215,761
1,896	Merck & Co., Inc.	102,461	100,147
2,358	MetLife	123,060	113,679
6,125	Microsoft Corp.	203,508	339,815
1,285	Mobileye NV	51,531	54,330
4,329	Mondelez International	104,778	194,112
1,400	Newfield Explorations Co.	62,476	45,584
2,200	Noble Energy, Inc.	41,850	72,446
2,824	Novartis Ag Spon ADR	211,770	242,977
5,000	Oasis Petroleum, Inc.	112,408	36,850
1,677	Occidental Petroleum	139,679	113,382
2,400	Oracle Corp.	66,638	87,672
1,212	Paychex, Inc.	50,335	64,103
780	Pentair	10,602	38,633
2,573	PepsiCo, Inc.	186,140	257,094
4,200	Pfizer, Inc.	68,360	135,576

KICKAPOO SPRINGS FOUNDATION  
ATTACHMENT 1 - STOCKS  
PART II, LINE 10B

FEDERAL ID # 75-2684716  
FYE 12/31/15

Shares	Description	Cost	Market Value at 12-31-15
1,127	PNC Financial Services Group	90,528	107,414
2,480	PPL Corp	75,634	84,642
1,920	Praxair, Inc.	62,987	196,608
846	Procter and Gamble	69,517	67,181
11,682	Qualcomm	691,223	583,933
3,300	Quanta Services	111,774	66,825
9,470	Receptor Logic, Inc.	40,560	110,041
912	Red Hat, Inc.	51,428	75,523
3,900	Republic Services, Inc.	40,833	171,561
9,000	Rockwell Collins, Inc.	404,605	830,700
8,400	Rollins, Inc.	111,993	217,560
780	SanDisk	53,936	59,272
429	Schlumberger, LTD	29,978	29,923
4,055	Starbucks	156,094	243,422
2,000	TE Connectivity, LTD	52,454	129,220
4,927	Teva Pharmaceutical	245,737	323,408
1,800	Thermo Fisher Scientific, Inc.	44,362	255,330
7,117	Total SA Sponsored	339,320	319,909
677	Tractor Supply	59,468	57,884
3,252	Tyco International, LTD	27,444	103,706
1,447	Under Armour, Inc.	129,349	116,643
1,631	Union Pacific	248,045	211,765
1,331	United Parcel Service	131,341	128,082
1,232	Vanguard Materials ETF	132,803	116,042
1,726	Walt Disney	148,840	181,368
2,000	Wesco International, Inc.	51,503	87,360
2,348	Yahoo!	83,285	78,095
Totals		\$ 22,592,405	\$ 36,756,781

**KICKAPOO SPRINGS FOUNDATION**  
**ATTACHMENT 2 - CAPITAL GAINS & LOSSES**

**FED ID # 75-2684716**  
**FYE 12/31/15**

Shares	Description	Sales Proceeds	Cost	Gain (Loss)
121	Amazon, Inc	51,686	37,226	14,461
251	American Campus Communities	10,540	8,555	1,985
356	Anadarko Petroleum	29,097	22,947	6,150
1,851	Apache Corp	84,159	132,344	(48,185)
535	Apple Computer Inc	66,770	32,890	33,880
212	AT&T Corp	7,634	7,382	252
68	Blackrock Inc.	24,846	14,002	10,844
2,470	Cabela's Inc	92,727	147,995	(55,268)
331	California Resources Corp	1,625	3,113	(1,488)
49,000	CAE, Inc	549,964	627,432	(77,468)
160	Celgene Corp	18,863	11,661	7,202
870	Checkpoint Software Tech	72,650	47,260	25,390
299	Chemours Co	3,847	4,789	(942)
9,500	Cinemark Holdings, Inc.	336,200	280,650	55,551
282	Cisco Systems Inc	7,744	5,918	1,826
2,985	Coach Inc	95,626	114,937	(19,311)
2,951	Coca Cola Inc.	119,290	116,365	2,925
1,400	Covidian, Ltd.	152,256	31,427	120,829
152	Cullen/Frost Bankers Inc	11,121	10,715	405
371	Cummins Inc.	52,026	45,596	6,430
7,072	Denbury Resources Inc	44,148	75,505	(31,357)
504	Discover Financial Services	28,853	27,512	1,340
9,700	Dolby Laboratories Inc	363,680	379,290	(15,611)
1,476	Eaton Corp. PLC	84,923	106,031	(21,108)
2,000	First Amer Financial C	80,271	31,839	48,432
1,510	Ford Motor Co.	24,494	19,071	5,423
2,707	Fortinet Inc	92,920	56,951	35,969
555	General Electric Co	13,825	14,071	(246)
597	General Mills Inc	33,455	29,966	3,489
140	General Motors CL E	5,235	4,206	1,029
161	Gilead Sciences Inc	16,100	12,063	4,037
128	Google Inc -Class C	68,406	56,134	12,272
3,812	Goldman Sachs Grp	707,888	630,797	77,091
338	Grainger, WW, Inc	69,390	75,562	(6,173)
1,200	Hess Corp	78,754	77,887	867
291	Intel Corp	8,686	6,568	2,118
1,889	Johnson & Johnson	179,145	163,852	15,294
2,640	KBW Regional Bank ETF	114,136	88,653	25,483
3,426	Kinder Morgan Inc	62,739	126,791	(64,052)
1,691	KLA-Tencor Corp	109,427	105,787	3,640
2,566	Draft Foods Group Inc	180,697	125,692	55,005
22,500	LKQ Corporation	612,988	562,167	50,821
258	Lockheed Martin Corp	56,318	45,423	10,895
132	McDonald's Corp.	12,971	12,885	87
1,191	Medtronic Inc	91,678	71,835	19,843
130	MetLife Inc	6,549	6,549	-
208	Merck & Co Inc	12,114	10,085	2,029
2,877	Microsoft Corp	120,588	103,459	17,129
107	Mondelez Intl	3,953	2,735	1,218
288	J P. Morgan Chase Co	17,195	14,129	3,066
3,075	National Oilwell Varco	128,004	185,904	(57,900)
2,804	Netapp Inc	87,054	101,826	(14,772)
20,655	New World Fund Inc New	1,036,881	1,111,074	(74,193)
21,200	NN Inc	465,054	321,295	143,759

Shares	Description	Sales Proceeds	Cost	Gain (Loss)
324	Novartis Ag Spon ADR	32,547	23,767	8,779
53	Occidental Petr Corp	4,188	4,487	(299)
1,600	Omnicare, Inc	150,794	41,301	109,493
740	Partnerre Ltd	96,636	36,881	59,755
760	Paychex, Inc	40,275	35,376	4,899
99	PepsiCo Inc.	9,432	8,356	1,076
53	PNC Financial Services Group Inc	4,906	4,028	878
1,223	PPL Corp	40,391	36,803	3,587
2,035	Procter & Gamble Co	131,627	135,882	(4,256)
2,445	Qualcomm Incorporated	130,664	167,305	(36,641)
5,000	Quicksilver Resources	142	91,700	(91,557)
114	Red Hat Inc	8,438	5,999	2,439
745	Sandisk Corp	51,294	49,595	1,699
223	Starbucks Corp	21,474	11,886	9,589
406	Talen Energy Corp	7,574	7,633	(60)
802	Teva Pharmaceutical Inds Ltd	49,417	31,937	17,481
334	Total SA ADR	16,972	16,928	44
92	United Parcel Service	8,976	8,077	900
125	Vanguard Materials ETF	13,444	12,959	484
235	Walt Disney Company	24,709	11,712	12,996
3,500	Wynn Resorts Ltd	458,160	532,530	(74,369)
	Totals	8,109,246	7,741,938	367,308