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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation HELEN GREATHOUSE CHARITABLE TRUST WELLS FARGO BANK NAIFS FIDUCIARY TAX		A Employer identification number 75-2691859	
Number and street (or P O box number if mail is not delivered to street address) 1 W 4TH STREETMAC D4000-041		Room/suite	B Telephone number (see instructions) (432) 685-5300
City or town, state or province, country, and ZIP or foreign postal code WINSTONSALEM, NC 27101			
G Check all that apply <div><input type="checkbox"/> Initial return<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return<input type="checkbox"/> Amended return <input type="checkbox"/> Address change<input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
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	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 33,716,545		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	137	137		
	4 Dividends and interest from securities	821,236	765,764		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-390,044			
	b Gross sales price for all assets on line 6a _____ 3,589,022				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	431,329	765,901		
	13 Compensation of officers, directors, trustees, etc	278,462	209,334		69,128
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	6,750	0		6,750
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	41,452	19,652		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	85,160	54,210		30,950
	24 Total operating and administrative expenses. Add lines 13 through 23	411,824	283,196		106,828
	25 Contributions, gifts, grants paid	1,832,000			1,832,000
	26 Total expenses and disbursements. Add lines 24 and 25	2,243,824	283,196		1,938,828
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,812,495			
	b Net investment income (if negative, enter -0-)		482,705		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	2,437,324	995,677	995,677
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ <u>1,123,667</u>			
		Less allowance for doubtful accounts ▶ _____	1,172,141	1,123,667	1,123,667
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,705,098	1,640,607	1,631,808
	b	Investments—corporate stock (attach schedule)	15,601,952	15,620,867	20,140,932
	c	Investments—corporate bonds (attach schedule)	4,749,555	4,590,016	4,237,146
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans.	410,308	404,998	394,311	
13	Investments—other (attach schedule)	4,743,030	4,631,081	5,193,004	
14	Land, buildings, and equipment basis ▶ _____				
	Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	30,819,408	29,006,913	33,716,545	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	29,333,116	29,333,116	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,486,292	-326,203	
	30	Total net assets or fund balances(see instructions)	30,819,408	29,006,913	
31	Total liabilities and net assets/fund balances(see instructions)	30,819,408	29,006,913		

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	30,819,408
2	Enter amount from Part I, line 27a	2	-1,812,495
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	29,006,913
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	29,006,913

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-390,044
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

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 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	1,593,918	35,250,930	0 045216
2013	1,257,728	33,763,884	0 037251
2012	908,138	31,780,210	0 028576
2011	1,622,138	32,736,428	0 049551
2010	1,572,000	31,376,029	0 050102

2	Total of line 1, column (d).	2	0 210696
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 042139
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	34,296,400
5	Multiply line 4 by line 3.	5	1,445,216
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,827
7	Add lines 5 and 6.	7	1,450,043
8	Enter qualifying distributions from Part XII, line 4.	8	1,938,828

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 page 18 of the 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

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

3

Add lines 1 and 2.

3

4,827

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

0

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

5

4,827

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

10,677

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

10,677

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

5,850

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** 5,850 **Refunded**

11

0

Part VII-A

Statements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1b

No

c

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

1c

No

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.

2

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on **Form 990-T** for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*

7

Yes

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.*

8b

Yes

9

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)?
If "Yes," complete Part XIV

9

No

10

Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*

10

No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶WELLS FARGO BANK NA Telephone no ▶(336) 747-8667 Located at ▶IFS FIDUCIARY TAX SERVICE 1 W 4TH ST MAC D4000-041 WINSTONSALEM NC ZIP+4 ▶27101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

b

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

5b

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

c

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

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

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

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

2

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

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

Total

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

0

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

Total number of others receiving over \$50,000 for professional services.	0
--	---

1	
2	
3	
4	

[illegible]

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	28,897,593
b	Average of monthly cash balances.	1b	1,910,780
c	Fair market value of all other assets (see instructions).	1c	4,010,307
d	Total (add lines 1a, b, and c).	1d	34,818,680
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	34,818,680
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	522,280
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	34,296,400
6	Minimum investment return.Enter 5% of line 5.	6	1,714,820

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	1,714,820
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	4,827
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,827
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,709,993
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,709,993
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,709,993

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	1,938,828
b	Program-related investments—total from Part IX-B.	1b	0
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	1,938,828
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	4,827
6	Adjusted qualifying distributions.Subtract line 5 from line 4.	6	1,934,001

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				1,709,993
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			407,835	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,938,828				
a Applied to 2014, but not more than line 2a			407,835	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				1,530,993
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				179,000
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			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

Part XIV

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

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

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

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

Form **990-PF** (2015)

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 See Additional Data Table				
Total			3a	1,832,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments			14	137		
4 Dividends and interest from securities.			14	821,236		
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.			14			
8 Gain or (loss) from sales of assets other than inventory			18	-390,044		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e).		0		431,329		0
13 Total. Add line 12, columns (b), (d), and (e).			13		431,329	

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
SHORT TERM-SEE ATTACHED SCHEDULE	P		
LONG TERM-SEE ATTACHED SCHEDULE	P		
UNRECAPTURED SECTION 1250 GAIN	P		
PAM GLOBAL DIVERSIFIED FUND	P		
PAM GLOBAL DIVERSIFIED FUND	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
97,513		136,923	-39,410
3,486,456		3,825,504	-339,048
1,076			1,076
		10,402	-10,402
		6,237	-6,237
3,977			3,977

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-39,410
			-339,048
			1,076
			-10,402
			-6,237
			3,977

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WELLS FARGO BANK TEXAS NA	TRUSTEE 4 00	276,512	0	0
PO BOX 1959 MIDLAND,TX 79702				
HARPER ESTES	ADVISORY COMMITTEE 1 00	300	0	0
PO BOX 1959 MIDLAND,TX 79702				
VICKY JAY	ADVISORY COMMITTEE 1 00	150	0	0
2810 AUBURN DRIVE MIDLAND,TX 79705				
RICHARD FOLGER	ADVISORY COMMITTEE 1 00	300	0	0
1401 BEDFORD AVENUE MIDLAND,TX 79701				
CHRISTINE FOREMAN	ADVISORY COMMITTEE 1 00	300	0	0
PO BOX 1959 MIDLAND,TX 79702				
PAUL MORRIS	ADVISORY COMMITTEE 1 00	300	0	0
PO BOX 1959 MIDLAND,TX 79702				
BECKY FERGUSON	ADVISORY COMMITTEE 1 00	300	0	0
PO BOX 1959 MIDLAND,TX 79702				
DONA BRADLEY	ADVISORY COMMITTEE 1 00	300	0	0
PO BOX 1959 MIDLAND,TX 79702				

Form 990PF Part XV Line 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				
AGAPE CHRISTIAN SERVICES 3500 NORTH A STREET SUITE 2400 MIDLAND,TX 79705		PC	OPERATING EXPENES	5,000
AMERICAN RED CROSS OF THE PERMIAN BASIN PO BOX 60310 MIDLAND,TX 79711		PC	OPERATING EXPENSES	8,000
APHASIA CENTER OF WEST TEXAS PO BOX 4782 MIDLAND,TX 79704		PC	OPERATING EXPENSES	5,000
BIG BROTHERSBIG SISTERS 714 WLOUISIANA MIDLAND,TX 79701		PC	OPERATING EXPENSES	10,000
BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE RD SUITE 1050 ARLINGTON,VA 22203		PC	OPERATING EXPENSES	5,000
BOY SCOUTS OF AMERICA 1101 WEST TEXAS AVE MIDLAND,TX 79701		PC	OPERATING EXPENSES	15,000
BOYS & GIRLS CLUB OF MIDLAND PO BOX 284 MIDLAND,TX 79702		PC	EDUCATIONAL ACTIVITIES	15,000
BOYS AND GIRLS CLUB OF ODESSA 800 E 13TH ST ODESSA,TX 79761		PC	OPERATING EXPENSES	10,000
BUCKNER CHILDREN AND FAMILY SERVICES 421 A WEST PECAN 4A MIDLAND,TX 79710		PC	FAMILY PLACE PROGRAM	5,000
BYNUM SCHOOL 8404 W COUNTY ROAD 60 MIDLAND,TX 79708		PC	GENERAL OPERATING EXPENSES	40,000
CAMP FIRE USA WEST TEXAS COUNCIL 3500 NORTH A STREET SUITE 1200 MIDLAND,TX 79710		PC	OPERATING EXPENSES	5,000
CASA DE AMIGOS 1101 E GARDEN LANE MIDLAND,TX 79701		PC	EDUCATIONAL PROGRAMS	20,000
CASA OF WEST TEXAS 1611 W TEXAS AVE MIDLAND,TX 79701		PC	VOICES FOR CHILDREN PROGRAM	10,000
CENTERS FOR CHILDREN AND FAMILIES 1004 N BIG SPRING SUITE 325 MIDLAND,TX 79701		PC	COUNSELING PROGRAM	10,000
CHRISTMAS IN ACTION 500 S LEE ST MIDLAND,TX 79702		PC	OPERATING EXPENSE	15,000
Total 3a				1,832,000

Form 990PF Part XV Line 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				
COMMUNITIES IN SCHOOLS OF THE PERMIAN BASIN PO BOX 10532 MIDLAND,TX 79702		PC	OPERATING EXPENSES	15,000
COMMUNITY CHILDREN'S MINISTRY 1101 E FRONT ST MIDLAND,TX 79702		PC	OPERATING EXPENSES	55,000
FAMILY PROMISE OF MIDLAND TEXAS INC 2908 W OHIO MIDLAND,TX 79701		PC	OPERATING EXPENSES	8,000
GIRL SCOUTS OF THE PERMIAN BASIN 5217 N DIXIE BLVD ODESSA,TX 79762		PC	OPERATING EXPENSES	8,000
GLADNEY CENTER FOR ADOPTION 6300 JOHN RYAN DRIVE FORT WORTH,TX 76132		PC	OPERATING EXPENSES	3,000
GREATER IDEAL FAMILY LIFE CENTER 301 S TYLER STREET MIDLAND,TX 79701		PC	GENERAL OPERATING EXPENSES	25,000
HARMONY HOME CHILDREN'S ADVOCACY CENTER 910-C S GRANT AVE ODESSA,TX 79760		PC	OPERATING EXPENSES	5,000
HIGH SKY CHILDREN'S RANCH 8701 W COUNTY ROAD 60 MIDLAND,TX 79707		PC	GENERAL OPERATING EXPENSES	10,000
HILLCREST SCHOOL 2800 N A STREET MIDLAND,TX 79705		PC	PARTIALLY FUND SCHOLARSHIP PROGRAM	20,000
I-20 WILDLIFE PRESERVE & J WELCH NATURE STUDY CTR PO BOX 2906 MIDLAND,TX 79702		PC	OPERATING EXPENSES	5,000
JUNIOR ACHIEVEMENT OF WEST TEXAS 306 W WALL 827 MIDLAND,TX 79701		PC	OPERATING BUDGET	5,000
MAKE-A-WISH FOUNDATION 407 N BIG SPRING SUITE 208 MIDLAND,TX 79705		PC	OPERATING EXPENSES	10,000
MANOR PARK INC 2208 LOOP 250 NW MIDLAND,TX 79707		PC	CONSTRUCTION AND FURNISHING NEW ASSISTED LIVING BLDG	375,000
MARC INC 2701 NORTH A STREET MIDLAND,TX 79705		PC	REPLACE COMMERICAL APPLIANCES AND KITCHEN EQUIPMENT / LIFT VAN	65,000
MIDLAND AREA AIDS SUPPORT 214 W TEXAS AVE SUITE 903 MIDLAND,TX 79701		PC	BENEVOLENCE SUPPORT AND EDUCATION PROGRAM	25,000
Total			3a	1,832,000

Form 990PF Part XV Line 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				
MIDLAND CHILDREN'S REHABILITATION CENTER 802 VENTURA MIDLAND, TX 79705		PC	CONSTRUCTION AND OPERATING EXPENSES	60,000
MIDLAND COLLEGE FOUNDATION 3600 N GARFIELD MIDLAND, TX 79705		PC	STUDENT IN PHILANTHROPY PROGRAM	130,000
MIDLAND COMMUNITY THEATRE INC 2000 W WADLEY MIDLAND, TX 79705		PC	RESTORE YUCCA THEATRE	20,000
MIDLAND HABITAT FOR HUMANITY 305 E TEXAS MIDLAND, TX 79702		PC	OPERATING EXPENSES	10,000
MIDLAND ISD EDUCATION FOUNDATION 550 W TEXAS SUITE 250 MIDLAND, TX 79701		PC	OPERATING EXPENSES	15,000
MIDLAND NEED TO READ INC 1709 WEST WALL MIDLAND, TX 79701		PC	OPERATING EXPENSES	15,000
MIDLAND RAPE CRISIS CENTER PO BOX 10081 MIDLAND, TX 79702		PC	THERAPY TREATMENT AND TRAINING COSTS	15,000
MIDLAND TEEN COURT 615 W MISSOURI 226 MIDLAND, TX 79701		PC	OPERATING EXPENSES	15,000
MIDLAND TENNIS CENTER PO BOX 4914 MIDLAND, TX 79704		PC	CONSTRUCTION OF CHRIS DAVIDSON OPPORTUNITY PARK	100,000
MISSION HEALTH CARE 3500 N A ST STE 1300 MIDLAND, TX 79705		PC	GENERAL OPERATING EXPENSES	55,000
MUSCULAR DYSTROPHY ASSOCIATION 600 N MARIENFELD 840 MIDLAND, TX 79701		PC	MIDLAND TEXAS OFFICE ANNUAL SUMMER CAMP	5,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 1031 ANDREWS HWY STE 304C MIDLAND, TX 79701		PC	2015 DINNER OF CHAMPIONS	37,000
NON-PROFIT MANAGEMENT CENTER OF PB 3500 N A ST STE 2300 MIDLAND, TX 79701		PC	OPERATING EXPENSES	35,000
ODESSA CHRISTMAS IN ACTION 3801 N DIXIE BLVD ODESSA, TX 79762		PC	FUND HOME REPAIR PROJECT	10,000
PALMER DRUG ABUSE PROGRAM 1208 WEST WALL STREET MIDLAND, TX 79701		PC	COUNSELING STAFF SALARIES	20,000
Total				1,832,000

Form 990PF Part XV Line 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				
PERMIAN BASIN PUBLIC TELECOMMUNICATIONS PO BOX 8940 MIDLAND,TX 797088940		PC	CHILDREN'S EDUCATIONAL & OUTREACH PROGRAM	15,000
RECORDING LIBRARY OF WEST TEXAS 3500 N A ST STE 2800 MIDLAND,TX 79705		PC	OPERATING EXPENSES	30,000
SAFE PLACE OF THE PERMIAN BASIN PO BOX 11331 MIDLAND,TX 79702		PC	GENERAL OPERATING EXPENSES	70,000
SHARING HANDS A RESPITE EXPERIENCE 3500 N A ST STE 2200 MIDLAND,TX 79705		PC	OPERATING EXPENSES	50,000
SPECIAL OLYMPICS TEXAS 1804 RUTHERFORD LANE AUSTIN,TX 78752		PC	OPERATING EXPENSES	25,000
SPRINGBOARD CENTER 200 CORPORATE DR MIDLAND,TX 79705		PC	INPATIENT MEDICAL DETOX/RESIDENTIAL TREATMENT	15,000
ST ANDREWS PRESBYTERIAN MISSION 1708 NORTH FORT WORTH STREET MIDLAND,TX 79701		PC	OPERATING EXPENSES	10,000
TEEN CHALLENGE OF THE PERMIAN BASIN PO BOX 251 MIDLAND,TX 79702		PC	REMODEL CLASSROOMS	10,000
TEEN FLOW YOUTH MINISTRY 711 SOUTH MAIN MIDLAND,TX 79701		PC	OPERATING EXPENSES	15,000
UNITED WAY OF MIDLAND 1209 W WALL MIDLAND,TX 79701		PC	ANNUAL COMMUNITY CAMPAIGN	8,000
UNLOCK MINISTRIES INC PO BOX 5562 MIDLAND,TX 79704		PC	OPERATING EXPENSES	10,000
WEST TEXAS FOOD BANK 1088 E 2ND ST ODESSA,TX 79760		PC	OPERATING EXPENSES	45,000
YMCA OF MIDLAND 800 N BIG SPRING ST MIDLAND,TX 79701		PC	OPERATING EXPENSES	15,000
HABITAT FOR HUMANITY INTERNATIONAL INC PO BOX 2555 MIDLAND,TX 79702		PC	CONSTRUCTION COST FOR LOW INCOME HOUSING	20,000
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION 4400 N BIG SPRING C-32 MIDLAND,TX 79705		PC	OPERATING EXPENSE	20,000
Total			3a	1,832,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
HOSPICE OF MIDLAND INC PO BOX 2621 MIDLAND,TX 79702		PC	OPERATING EXPENSE	10,000
PERMIAN BASIN WOMEN'S RESOURCE CENTER INC 2101 W WALL STREET MIDLAND,TX 79701		PC	SEXUAL INTEGRITY PROGRAMS	15,000
MIDLAND FAIR HAVENS 2400 WHITMIRE BLVD STE 100 MIDLAND,TX 79705		PC	CHILDREN'S ENRICHMENT PROGRAM	20,000
MIDLAND SHARED SPACES 3500 NORTH A STREET SUITE 1100 MIDLAND,TX 79705		PC	OPERATING EXPENSE	15,000
THE SALVATION ARMY 300 BAIRD ST MIDLAND,TX 79701		PC	MIDLAND SHOE PROGRAM	15,000
SAMARITAN COUNSELING CENTER OF WEST TEXAS PO BOX 60312 MIDLAND,TX 79711		PC	OPERATING EXPENSE	20,000
SENIOR LINK MIDLAND PO BOX 80519 MIDLAND,TX 79708		PC	SENIOR COMPANIONS PROGRAM	10,000
SIBLEY ENVIRONMENTAL LEARNING CENTER FOUNDATION INC 1307 E WADLEY AVE MIDLAND,TX 79705		PC	OPERATING EXPENSE	5,000
THE UNIVERSITY OF TEXAS OF THE PERMIAN BASIN 4901 E UNIVERSITY ODESSA,TX 79762		PC	NURSE FAMILY PARTNERSHIP PROGRAM	10,000
Total			3a	1,832,000

TY 2015 Accounting Fees Schedule**Name:** HELEN GREATHOUSE CHARITABLE TRUST

WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,750	0		6,750

TY 2015 Investments Corporate Bonds Schedule**Name:** HELEN GREATHOUSE CHARITABLE TRUST

WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE OBLIGATIONS	1,899,330	1,835,517
CORPORATE OBLIGATIONS	985,086	788,729
CORPORATE OBLIGATIONS	1,705,600	1,612,900

TY 2015 Investments Corporate Stock Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST

WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	15,620,867	20,140,932

TY 2015 Investments Government Obligations Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

**US Government Securities - End of
Year Book Value:** 1,540,607

**US Government Securities - End of
Year Fair Market Value:** 1,528,772

**State & Local Government
Securities - End of Year Book
Value:** 100,000

**State & Local Government
Securities - End of Year Fair
Market Value:** 103,036

TY 2015 Investments - Other Schedule**Name:** HELEN GREATHOUSE CHARITABLE TRUST

WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	AT COST	1,800,000	1,791,612
OTHER INVESTMENTS	AT COST	2,831,081	3,401,392

TY 2015 Other Expenses Schedule**Name:** HELEN GREATHOUSE CHARITABLE TRUST

WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSE	2,298	2,298		0
SUPPLY EXPENSE	764	764		0
UNDERWRITER EXPENSE	30,950	0		30,950
OTHER EXPENSE-PAM GLOBAL	9,505	9,505		0
WEB HOSTING FEES	191	191		0
OTHER EXPENSE-PAM GLOBAL	41,452	41,452		0

TY 2015 Taxes Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST

WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAXES	21,800	0		0
FOREIGN TAX PAID	19,652	19,652		0