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

Name of foundation E P WOODRUFF TRUST		A Employer identification number 75-6545874	
Number and street (or P O box number if mail is not delivered to street address) 309 FISK AVE		Room/suite	B Telephone number (see instructions) (325) 646-2821
City or town, state or province, country, and ZIP or foreign postal code BROWNWOOD, TX 76801		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,315,615		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		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	10	10	10	
	4 Dividends and interest from securities	47,507	47,507	47,507	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-60,373			
	b Gross sales price for all assets on line 6a _____ 151,562				
	7 Capital gain net income (from Part IV, line 2)				
	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)	-7,256	-7,256	-7,256	
	12 Total. Add lines 1 through 11	-20,112	40,261	40,261	
	13 Compensation of officers, directors, trustees, etc	6,000		6,000	6,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	3,200	3,200	3,200	
	c Other professional fees (attach schedule)	2,400		2,400	2,400
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,472	1,472	916	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	1,740	1,740	1,740	
	24 Total operating and administrative expenses. Add lines 13 through 23	14,812	6,412	14,256	8,400
	25 Contributions, gifts, grants paid	66,250			66,250
	26 Total expenses and disbursements. Add lines 24 and 25	81,062	6,412	14,256	74,650
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-101,174			
	b Net investment income (if negative, enter -0-)		33,849		
	c Adjusted net income (if negative, enter -0-)			26,005	

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	2,546		
	2	Savings and temporary cash investments	24,208	17,770	17,770
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	3,464		
	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	1,400	3,244	3,244
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	975,237	897,926	905,880
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	412,544	399,285	386,631
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	2,090	2,090	2,090	
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)		1,421,489	1,320,315	1,315,615
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	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,421,489	1,320,315	
	30	Total net assets or fund balances(see instructions)	1,421,489	1,320,315	
	31	Total liabilities and net assets/fund balances(see instructions) . .	1,421,489	1,320,315	

Part III Analysis of Changes in Net Assets or Fund Balances					
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)			1	1,421,489
2	Enter amount from Part I, line 27a			2	-101,174
3	Other increases not included in line 2 (itemize) ▶ _____			3	
4	Add lines 1, 2, and 3			4	1,320,315
5	Decreases not included in line 2 (itemize) ▶ _____			5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .			6	1,320,315

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 Losses (from col (h)) (l)
(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	-60,373
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	-2,873

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	71,444	1,491,688	0 04790
2013	62,613	1,441,266	0 04344
2012	76,939	1,458,824	0 05274
2011	55,281	1,407,668	0 03927
2010	73,227	1,380,711	0 05304

2	Total of line 1, column (d).	2	0 236385
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 047277
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	1,445,968
5	Multiply line 4 by line 3.	5	68,361
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	338
7	Add lines 5 and 6.	7	68,699
8	Enter qualifying distributions from Part XII, line 4.	8	74,650

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 VII

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-)

3

Add lines 1 and 2.

4

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

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

3,244

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

3,244

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

2,906

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** ☐ 2,906 **Refunded** ☐

11

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

Form 990-PF (2015)

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 ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>JUDY STEEL</u> Telephone no ► <u>(325) 646-2821</u> Located at ► <u>309 FISK AVE BROWNWOOD TX</u> ZIP+4 ► <u>76801</u>			
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 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)? <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		No
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		No
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)? ☐ Yes ☒ No

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? ☐ Yes ☒ 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? ☐ Yes ☒ No

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	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

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

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A

Summary of Direct Charitable Activities

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

	Expenses
1 N/A	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

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	1,435,893
b	Average of monthly cash balances.	1b	32,095
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,467,988
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	
3	Subtract line 2 from line 1d.	3	1,467,988
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	22,020
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,445,968
6	Minimum investment return. Enter 5% of line 5.	6	72,298

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	72,298
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	338
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	338
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	71,960
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	71,960
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	71,960

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	74,650
b	Program-related investments—total from Part IX-B.	1b	
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	74,650
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	338
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	74,312

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				71,960
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			70,461	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 74,650				
a Applied to 2014, but not more than line 2a			70,461	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				4,189
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				67,771
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).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.				
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

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b Check box to indicate whether the organiza

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

1 Information Regarding Foundation Managers:

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

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

DARRELL HAYNES
309 N FISK AVENUE
BROWNWOOD, TX 76801
(325) 646-2821

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

WRITTEN APPLICATION

c Any submission deadlines

NONE

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

MUST BE A CHARITABLE ORGANIZATION

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	66,250
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

[illegible]

Part XVII

1 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?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d 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

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	2016-11-15 _____ Date	***** _____ Title	<div style="border: 1px solid black; padding: 5px;"> May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>	
Paid Preparer Use Only	Print/Type preparer's name KATHRYN J ISBELL	Preparer's Signature 	Date 	Check if self-employed <input type="checkbox"/>	PTIN P00011058
	Firm's name <input type="checkbox"/> Kathryn J Isbell CPA PC			Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/> 109 N Fisk Avenue Brownwood, TX 76801			Phone no (325) 646-4443	

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	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
421 BAXALTA INC	P	2014-01-01	2015-12-08
421 BAXTER INT'L INC	P	2014-01-01	2015-12-08
550 BP PLC SPONSORED ADR	P	2010-04-07	2015-12-08
127 CALIFORNIA RESOURCES	P	2014-11-06	2015-04-01
957 KINDER MORGAN INC	P	2014-12-02	2015-12-08
890 NAT'L RETAIL PROPERTIES INC	P	2013-11-06	2015-04-01
761 OneOK INC	P	2014-01-01	2015-12-08
703 REALTY INCOME GROUP	P	2010-11-04	2015-04-01
369 SOUTH32 LTD SPONSORED ADR	P	2015-05-18	2015-12-08
140 WP GLIMCHER INC REIT	P	2014-05-07	2015-04-01

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)
15,099		12,582	2,517
15,351		15,352	-1
16,857		32,978	-16,121
987		1,090	-103
14,841		39,762	-24,921
32,468		27,965	4,503
16,117		49,953	-33,836
35,462		25,000	10,462
1,268		3,321	-2,053
2,241		2,958	-717

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	
			2,517
			-1
			-16,121
			-103
			-24,921
			4,503
			-33,836
			10,462
			-2,053
			-717

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	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
112 4 CALIFORNIA RESOURCES	P	2013-11-06	2015-04-01
2 FRAC SH SOUTH32 LTD SPON ADR-CASH IN LIEU	P	2015-05-18	2015-06-01

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

(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)
869		972	-103
2		2	

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-103

Form 990PF Part VIII Line 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	Expense account, (e) other allowances
DARRELL HAYNES	Trustee 2 00	1,200		
309 N FISK BROWNWOOD,TX 76801				
WILLIAM G SHAW	Trustee 2 00	1,200		
PO BOX 819 BROWNWOOD,TX 76804				
ROWLAND WINN	Trustee 2 00	1,200		
2110 ELIZABETH DRIVE BROWNWOOD,TX 76801				
PRISCILLA MONSON	Trustee 2 00	1,200		
4651 HWY 377 S BROWNWOOD,TX 76801				
ROBERT PORTER	Trustee 2 00	1,200		
PO BOX 1403 BROWNWOOD,TX 76804				

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>				
ALDERSGATE ENRICHMENT CENTER PO BOX 1406 BROWNWOOD,TX 76804	NONE	N/A	TO PROVIDE JOB OPPORTUNITIES FOR PEOPLE WITH SPECIAL NEEDS IN BROWN COUNTY	5,000
THE ARK 2900 COGGIN SUITE A BROWNWOOD,TX 76801	NONE	N/A	TO PROVIDE GROCERIES AND EMERGENCY CLIENT NEEDS TO PEOPLE IN BROWN COUNTY	4,250
BIG BROTHERS BIG SISTERS 901 AVE B BROWNWOOD,TX 76801	NONE	N/A	TO REPLACE CARPET IN THE BUILDING AND FRESHEN THE WALLS	2,500
BLANKET COMMUNITY SERVICE 901 PITTS LANE BLANKET,TX 76432	NONE	N/A	TO PROVIDE FINANCIAL ASSISTANCE TO PEOPLE IN BROWN COUNTY	500
BROWNWOOD ART ASSOCIATION PO BOX 389 BROWNWOOD,TX 76804	NONE	N/A	TO ASSIST WITH THE STARS OF TEXAS JURIED ART EXHIBIT	3,000
BROWNWOOD COMMUNITY RESOURCE COUNCI PO BOX 1267 BROWNWOOD,TX 76804	NONE	N/A	TO FUND CHRISTMAS GIFTS FOR STUDENTS AT TJJD	1,000
BROWNWOOD PUBLIC LIBRARY 600 CARNEGIE BROWNWOOD,TX 76801	NONE	N/A	TO BRING RESTROOM IN THE COMMUNITY ROOM UP TO STANDARD	4,000
BROWNWOOD CITY OF CHERRY PIE AUCTION 511 E ADAMS BROWNWOOD,TX 76801	NONE	N/A	TO PROVIDE SPORTS ACTIVITIES FOR YOUNG PEOPLE IN BROWN COUNTY	1,000
CENTRAL TEXAS PREGNANCY CARE CENTER 2200 AUSTIN BROWNWOOD,TX 76801	NONE	N/A	TO PROVIDE FREE PREGNANCY TESTS, PRE-NATAL VITAMINS, PREGNANCY LITERATURE, DIAPERS, AND FORMULA TO FAMILIES	3,000
CORINNE T SMITH ANIMAL SHELTER 3016 MILAM DRIVE BROWNWOOD,TX 76801	NONE	N/A	TO PROVIDE SHELTER, FOOD, AND ADOPTION SERVICES FOR STRAY ANIMALS	4,000
FAMILY SERVICES CENTER 901 AVE B BROWNWOOD,TX 76801	NONE	N/A	TO HELP WITH PURCHASE OF HEATING/COOLING UNIT	2,500
HOPE HOME MINISTRY 709 LONGHORN DRIVE BROWNWOOD,TX 76802	NONE	N/A	TO PROVIDE GROCERIES FOR THE HOME AND GAS FOR TRANSPORTATION	2,000
HOWARD PAYNE UNIVERSITY - BUILDING PO BOX 2369 BROWNWOOD,TX 76804	NONE	N/A	TO HELP RENOVATE THE LOBBY OF THE WALKER MEMORIAL LIBRARY	5,000
LATCH KEY PO BOX 2121 BROWNWOOD,TX 76804	NONE	N/A	TO PROVIDE AFTER SCHOOL PROGRAMS FOR CHILDREN IN BROWN COUNTY	5,000
LYRIC PERFORMING ARTS COMPANY PO BOX 1886 BROWNWOOD,TX 76804	NONE	N/A	TO ASSIST WITH THE PURCHASE OF A PROJECTION SYSTEM, SCREEN, USED GRAND PIANO, AND OUTSIDE SECURITY SYSTEM	7,500
Total ▶ 3a				66,250

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				
MAY SOCIAL CENTER INC PO BOX 1 MAY,TX 76857	NONE	N/A	TO HELP WITH BUILDING RENOVATION COST FOR THE CENTER	1,000
MEALS ON WHEELS OF BROWNWOOD AND EA PO BOX 1115 BROWNWOOD,TX 76804	NONE	N/A	TO PROVIDE MEALS FOR HOMEBOUND PEOPLE IN BROWN COUNTY	5,000
RUFUS F HARDIN MUSEUM INC PO BOX 1968 BROWNWOOD,TX 76804	NONE	N/A	FOR ELECTRICAL AND PLUMBING WORK FOR THE BUILDING	5,000
SALVATION ARMY - BROWNWOOD PO BOX 911 BROWNWOOD,TX 76804	NONE	N/A	TO PROVIDE MEALS FOR PEOPLE IN BROWN COUNTY	5,000
Total ▶ 3a				66,250

TY 2015 Accounting Fees Schedule**Name:** E P WOODRUFF TRUST**EIN:** 75-6545874**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BURL D LOWRY, CPA	3,200	3,200	3,200	0

TY 2015 Investments Corporate Stock Schedule**Name:** E P WOODRUFF TRUST**EIN:** 75-6545874**Software ID:** 15000324**Software Version:** 2015v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T INC - 759 SH	19,713	26,117
BAXTER INT'L INC - 421 SH		
BCE INC - 630 SH	27,995	24,331
BHP BILLITON PLC ADR - 923 SH	52,838	20,906
BP PLC SPONSORED ADR - 550 SH		
CALIFORNIA RESOURCES - 240 SH		
CHEVRON CORP - 227 SH	27,942	20,421
CONOCO PHILLIPS - 614 SH	25,426	28,668
CUMMINS ENGINE INC - 154 SH	22,368	13,554
DUKE ENERGY CORP NEW - 443 SH	24,982	31,626
ENBRIDGE INC	27,976	20,478
EVERSOURCE ENERGY - 1192 SH	32,992	60,875
FASTENAL CO - 515 SH	22,476	21,022
HSBC HOLDINGS PLC ADR - 1083 SH	56,158	42,746
IBM - 159 SH	22,378	21,882
JOHNSON & JOHNSON - 323 SH	19,735	33,179
KELLOGG CO - 346 SH	22,496	25,005
KINDER MORGAN INC - 957 SH		
KOHL'S CORP - 467 SH	22,437	22,243
McDONALDS CORP - 239 SH	24,944	28,235
MERCK & CO INC - 526 SH	24,999	27,783
MICROSOFT CORP - 723 SH	27,963	40,112
NAT'L RETAIL PPTYS INC - 809 SH		
NORFOLK SOUTHERN CORP - 318 SH	27,949	26,900
OCCIDENTAL PETE CORP - 602 SH	57,097	40,701
OneOK INC NEW		
PFIZER INC - 1415 SH	24,999	45,676
POTASH CORP OF SASKATCHEWAN - 852 SH	27,958	14,586
PRAXAIR INC - 187 SH	22,471	19,149
PROCTOR & GAMBLE CO - 310 SH	24,994	24,617

Name of Stock	End of Year Book Value	End of Year Fair Market Value
REALTY INCOME CORP - 703 SH		
ROYAL DUTCH SHELL PLC - 351 SH	19,760	16,072
SIMON PROPERTY GROUP INC - 281 SH	46,944	54,638
TARGET CORP - 417 SH	27,988	30,278
VERIZON COMMUNICATIONS - 977 SH	23,356	45,157
VODAFONE GROUP PLC NEW - 472.36364 SH	25,012	15,238
WELLTOWER INC REIT - 827 SH	56,156	56,261
WP GLIMCHER INC - 140 SH		
CITIGROUP (ORIGINAL STOCK)	7,424	7,424

TY 2015 Investments - Other Schedule**Name:** E P WOODRUFF TRUST**EIN:** 75-6545874**Software ID:** 15000324**Software Version:** 2015v2.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FRANKLIN INCOME FD - 21551.724	FMV	50,000	45,690
LORD ABBETT SHORT DURATION FD - 16304.34	FMV	75,000	70,761
PIMCO TOTAL RETURN FD - 4424.779	FMV	50,000	44,558
FIDELITY INVESTMENTS (ORIGINAL)	FMV	19,711	21,161
VANGUARD-LT INVEST GR 2581.071 (ORIG)	FMV	22,584	25,553
VANGUARD-LT TAX EXEMPT 1969.599 (ORIG)	FMV	21,892	23,143
VANGUARD-ST FED ADM EXMT 4656.147 (ORIG)	FMV	48,753	49,867
VANGUARD-WELL INC FD ADM 1440.188 (ORIG)	FMV	74,663	85,547
PLAINS ALL AMER PIPELINE LP - 881 SH	FMV	36,682	20,351

TY 2015 Other Assets Schedule**Name:** E P WOODRUFF TRUST**EIN:** 75-6545874**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
MINERAL INTERESTS	2,090	2,090	2,090

TY 2015 Other Expenses Schedule**Name:** E P WOODRUFF TRUST**EIN:** 75-6545874**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,350	1,350	1,350	
INVESTMENT MANAGEMENT FEES	46	46	46	
MISCELLANEOUS PTP DEDUCTIONS	33	33	33	
OFFICE EXPENSES	58	58	58	
OPERATING EXP DEDUCTS FROM ROYALTY	253	253	253	

TY 2015 Other Income Schedule**Name:** E P WOODRUFF TRUST**EIN:** 75-6545874**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CAP GAIN DIST-MUTUAL FUND	2,689	2,689	2,689
NET LOSS-PLAINS ALL AMER	-10,705	-10,705	-10,705
ROYALTY INCOME	760	760	760

TY 2015 Other Professional Fees Schedule**Name:** E P WOODRUFF TRUST**EIN:** 75-6545874**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JUDY STEEL, CLERICAL	2,400	0	2,400	2,400

TY 2015 Taxes Schedule**Name:** E P WOODRUFF TRUST**EIN:** 75-6545874**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	556	556		
FOREIGN TAXES	818	818	818	
PROPERTY/AD VALOREM TAXES	41	41	41	
SEVERANCE/PRODUCTION TAXES	57	57	57	