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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 TALBOTT FOUNDATION 430057018		A Employer identification number 80-0313615	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 477		B Telephone number (see instructions) (877) 773-1229	
City or town, state or province, country, and ZIP or foreign postal code CONCORD, NH 033020477		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		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) ▶ \$ 2,286,359		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input 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 <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				
	4 Dividends and interest from securities	56,416	56,416		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	51,509			
	b Gross sales price for all assets on line 6a 943,244				
	7 Capital gain net income (from Part IV, line 2)		51,509		
	8 Net short-term capital gain			0	
	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)	368			
	12 Total.Add lines 1 through 11	108,293	107,925		
	13 Compensation of officers, directors, trustees, etc	24,982	24,982		
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule).				0
	b Accounting fees (attach schedule).	725	725	0	0
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	679	679		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings.		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule).	106	106		
	24 Total operating and administrative expenses. Add lines 13 through 23	26,492	26,492	0	0
	25 Contributions, gifts, grants paid	125,000			125,000
	26 Total expenses and disbursements.Add lines 24 and 25	151,492	26,492	0	125,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-43,199			
	b Net investment income (if negative, enter -0-)		81,433		
	c Adjusted net income(if negative, enter -0-)			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	Savings and temporary cash investments	55,129	119,350	119,350
	3	Accounts receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	498,561	 593,133	590,205
	b	Investments—corporate stock (attach schedule)	1,239,540	 1,000,443	1,096,330
	c	Investments—corporate bonds (attach schedule)	453,052	 489,458	480,474
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans.				
13	Investments—other (attach schedule)			0	
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)	2,246,282	2,202,384	2,286,359	
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	2,246,282	2,202,384	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances(see instructions)	2,246,282	2,202,384	
	31	Total liabilities and net assets/fund balances(see instructions)	2,246,282	2,202,384	

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	2,246,282
2	Enter amount from Part I, line 27a	2	-43,199
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	776
4	Add lines 1, 2, and 3	4	2,203,859
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	1,475
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,202,384

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)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	51,509
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		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	108,519	2,456,162	0 044182
2013	110,000	2,392,314	0 045981
2012	120,000	2,295,556	0 052275
2011	115,000	2,339,240	0 049161
2010	110,000	2,274,647	0 048359

2	Total of line 1, column (d).	2	0 239958
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 047992
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	2,397,711
5	Multiply line 4 by line 3.	5	115,071
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	814
7	Add lines 5 and 6.	7	115,885
8	Enter qualifying distributions from Part XII, line 4.	8	125,000

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-)

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

1,484

b

Exempt foreign organizations—tax withheld at source.

6b

c

Tax paid with application for extension of time to file (Form 8868).

6c

0

d

Backup withholding erroneously withheld.

6d

7

Total credits and payments. Add lines 6a through 6d.

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**.

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** 670 **Refunded**

1

814

2

0

3

814

4

0

5

814

7

1,484

8

0

9

10

670

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?

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.

c

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

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation \$ _____ (2) On foundation managers \$ _____

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____

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.

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*

4a

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

b

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

5

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

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?

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.*

8a

Enter the states to which the foundation reports or with which it is registered (see instructions):
NH

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.*

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

10

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

Yes

No

1a

No

1b

No

1c

No

2

No

3

No

4a

No

4b

5

No

6

Yes

7

Yes

8b

Yes

9

No

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?	13	Yes	
Website address				
14	The books are in care of	TD Bank NA	Telephone no	(877) 773-1229
	Located at	143 NORTH MAIN STREET CONCORD NH	ZIP+4	03302
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here		15	
and enter the amount of tax-exempt interest received or accrued during the year				
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	Yes	No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	Yes	No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
Organizations relying on a current notice regarding disaster assistance check here.				
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?		Yes	No
If "Yes," list the years		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			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		Yes	No
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<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
TD Bank NA 143 North Main Street Concord, NH 033020477	Trustee 1	24,982		

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

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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	2,267,526
b	Average of monthly cash balances.	1b	166,698
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,434,224
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	2,434,224
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	36,513
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,397,711
6	Minimum investment return. Enter 5% of line 5.	6	119,886

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	119,886
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	814
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	814
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	119,072
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	119,072
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	119,072

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	125,000
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	125,000
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	814
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	124,186

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				119,072
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			1,623	
b Total for prior years 2013 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.	0			
b From 2011.	0			
c From 2012.	0			
d From 2013.	0			
e From 2014.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 125,000				
a Applied to 2014, but not more than line 2a			1,623	
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.				119,072
e Remaining amount distributed out of corpus	4,305			
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	4,305			
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				0
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	4,305			
10 Analysis of line 9				
a Excess from 2011.	0			
b Excess from 2012.	0			
c Excess from 2013.	0			
d Excess from 2014.	0			
e Excess from 2015.	4,305			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b

85% of line 2a

c

Qualifying distributions from Part XII, line 4 for each year listed

d

Amounts included in line 2c not used directly for active conduct of exempt activities

e

Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3

Complete 3a, b, or c for the alternative test relied upon

a

"Assets" alternative test—enter

(1)

Value of all assets

(2)

Value of assets qualifying under section 4942(j)(3)(B)(i)

b

"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c

"Support" alternative test—enter

(1)

Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2)

Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3)

Largest amount of support from an exempt organization

(4)

Gross investment income

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.)

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))

NONE

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

NONE

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 email address of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information(continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	125,000
b Approved for future payment				
Total			3b	

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					
4	Dividends and interest from securities.			14	56,416	
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.					
8	Gain or (loss) from sales of assets other than inventory			18	51,509	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a 990PF REFUND _____			1	363	
b	MISC INC RVCD _____			1	5	
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e).				108,293	
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)					108,293

[illegible]

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

[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.

* * * * *

2016-04-22

* * * * *

Signature of officer or trustee

Date

Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Firm's name <input type="checkbox"/>			Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/>			Phone no	

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)
1262 869 BUFFALO SMALL CAP FD #1444		2013-06-24	2015-01-26
1538 717 HARTFORD MUT FDS INC MIDCAP FD CL Y FD# 229		2013-06-24	2015-01-26
1760 947 PERKINS MID CAP VALUE FUND INSTITUTIONAL CLASS		2013-06-24	2015-01-26
1766 942 ROYCE SPECIAL EQUITY FD #327		2013-06-24	2015-01-26
1704 116 VANGUARD INFLTN PRTCTD SEC FD #5119		2010-11-19	2015-01-26
10000 AT&T INC 4 45% 05/15/2021 DTD 04/29/11		2011-05-06	2015-02-26
5000 GEN ELEC CAP CORP 1 625% 07/02/2015 DTD 07/02/2012		2012-09-06	2015-02-26
20000 WAL-MART STORES INC 1 50% 10/25/2015 DTD 10/25/10		2013-06-24	2015-02-26
226 786 INVESCO INTERNATIONAL GROWTH FUND INSTITUTIONAL CLASS		2010-11-19	2015-03-24
90 ALTRIA GROUP INC		2013-12-02	2015-03-24

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)
39,793		33,983	5,810
44,746		35,725	9,021
35,184		39,269	-4,085
39,721		37,058	2,663
44,835		44,668	167
10,808		10,176	632
5,021		5,067	-46
20,154		20,353	-199
7,808		6,277	1,531
4,609		3,338	1,271

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	
			5,810
			9,021
			-4,085
			2,663
			167
			632
			-46
			-199
			1,531
			1,271

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)
40 BOEING CO		2013-12-02	2015-03-24
60 CME GROUP INC		2013-12-02	2015-03-24
60 COLGATE PALMOLIVE CO		2013-12-02	2015-03-24
50 DEERE & CO		2013-12-02	2015-03-24
70 DOMINION RES INC VA NEW COM		2014-01-28	2015-03-24
70 026 HARBOR INTERNATIONAL FUND		2010-11-19	2015-03-24
270 MATTEL INC		2014-01-28	2015-03-24
120 MICROSOFT CORPORATION		2014-01-28	2015-03-24
120 ORACLE CORPORATION		2014-01-28	2015-03-24
50 PROCTER & GAMBLE CO		2010-11-18	2015-03-24

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)
6,070		5,380	690
5,853		4,912	941
4,173		3,924	249
4,423		4,201	222
5,015		4,643	372
4,898		4,202	696
6,338		11,627	-5,289
5,159		3,500	1,659
5,258		4,437	821
4,204		3,186	1,018

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	
			690
			941
			249
			222
			372
			696
			-5,289
			1,659
			821
			1,018

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)
50 RAYTHEON CO		2014-01-28	2015-03-24
918 332 EPOCH US SMALL MID CAP EQUITY FD #37		2015-01-26	2015-03-24
90 SEAGATE TECHNOLOGY PLC SHS		2013-12-02	2015-03-24
30 3M CO		2013-12-02	2015-03-25
300 MATTEL INC		2014-01-28	2015-03-27
25000 COCA COLA CO 1 500% 11/15/2015 DTD 11/15/10		2013-06-26	2015-04-02
240 AT&T INC		2014-03-20	2015-04-09
30 ABBVIE INC		2015-03-24	2015-04-09
70 ALTRIA GROUP INC		2013-12-02	2015-04-09
70 APPLE COMPUTER, INC		2014-03-26	2015-04-09

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)
5,582		4,460	1,122
10,947		10,386	561
4,989		4,513	476
4,898		3,852	1,046
6,770		12,713	-5,943
25,165		24,471	694
7,851		7,674	177
1,805		1,793	12
3,627		2,596	1,031
8,830		5,409	3,421

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	
			1,122
			561
			476
			1,046
			-5,943
			694
			177
			12
			1,031
			3,421

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)
50 BHP BILLITON LTD		2014-03-26	2015-04-09
30 BOEING CO		2013-12-02	2015-04-09
50 CME GROUP INC		2013-12-02	2015-04-09
120 COCA COLA CO		2014-01-28	2015-04-09
50 COLGATE PALMOLIVE CO		2014-03-26	2015-04-09
30 COMMONWEALTH BANK OF AUSTRALIA ADR		2014-01-28	2015-04-09
120 CONOCOPHILLIPS COM		2013-12-02	2015-04-09
30 DEERE & CO		2013-12-02	2015-04-09
50 DOMINION RES INC VA NEW COM		2014-01-28	2015-04-09
130 DOW CHEMICAL CO		2013-12-02	2015-04-09

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)
2,293		3,322	-1,029
4,593		4,035	558
4,543		4,093	450
4,919		4,106	813
3,496		3,260	236
2,170		1,962	208
8,049		8,710	-661
2,653		2,521	132
3,567		3,317	250
6,374		5,225	1,149

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	
			-1,029
			558
			450
			813
			236
			208
			-661
			132
			250
			1,149

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)
100 DUKE ENERGY CORP		2014-03-26	2015-04-09
130 EMERSON ELECTRIC CO		2013-12-02	2015-04-09
80 ENTERGY CORP COMMON NEW		2014-01-28	2015-04-09
120 EVERSOURCE ENERGY		2014-01-28	2015-04-09
30 HONEYWELL INTL INC COM		2013-12-02	2015-04-09
240 INTEL CORP COM		2012-01-12	2015-04-09
70 JOHNSON & JOHNSON CO		2009-10-06	2015-04-09
50 KIMBERLY CLARK CORP		2013-12-02	2015-04-09
110 LORILLARD INC COM		2013-12-02	2015-04-09
40 MCDONALDS CORP		2012-01-12	2015-04-09

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)
7,698		6,971	727
7,390		8,721	-1,331
6,168		4,895	1,273
5,993		5,155	838
3,127		2,652	475
7,555		6,202	1,353
7,102		4,147	2,955
5,361		5,143	218
7,656		5,626	2,030
3,858		4,018	-160

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	
			727
			-1,331
			1,273
			838
			475
			1,353
			2,955
			218
			2,030
			-160

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)
100 MICROSOFT CORPORATION		2012-06-05	2015-04-09
20 OCCIDENTAL PETROLEUM CO		2014-12-24	2015-04-09
40 OCCIDENTAL PETROLEUM CO		2014-12-24	2015-04-09
90 ORACLE CORPORATION		2014-01-28	2015-04-09
90 PHILIP MORRIS INTL INC COM		2014-04-10	2015-04-09
40 PROCTER & GAMBLE CO		2014-03-26	2015-04-09
40 RAYTHEON CO		2014-01-28	2015-04-09
50 ROYAL DUTCH SHELL PLC SPONS ADR A		2014-01-28	2015-04-09
30 3M CO		2013-12-02	2015-04-09
40 TIME WARNER INC		2014-01-28	2015-04-09

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)
4,148		2,854	1,294
1,558		1,643	-85
3,116		3,286	-170
3,890		3,328	562
7,004		7,630	-626
3,310		3,187	123
4,397		3,568	829
2,975		3,530	-555
5,002		3,852	1,150
3,425		2,428	997

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	
			1,294
			-85
			-170
			562
			-626
			123
			829
			-555
			1,150
			997

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)
70 UNITED PARCEL SERVICE		2014-06-20	2015-04-09
150 VERIZON COMMUNICATIONS		2013-12-02	2015-04-09
120 VODAFONE GROUP PLC-SP ADR		2014-05-01	2015-04-09
70 WAL MART STORES INC		2013-12-02	2015-04-09
110 WELLS FARGO & CO NEW		2014-01-28	2015-04-09
100 EATON CORP PLC		2014-01-28	2015-04-09
70 SEAGATE TECHNOLOGY PLC SHS		2013-12-02	2015-04-09
62 874 INVESCO INTERNATIONAL GROWTH FUND INSTITUTIONAL CLASS		2010-11-19	2015-04-13
24 551 HARBOR INTERNATIONAL FUND		2010-11-19	2015-04-13
340 DOMINION RES INC VA NEW COM		2014-01-28	2015-04-17

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)
6,768		7,181	-413
7,360		7,400	-40
3,986		4,469	-483
5,658		5,465	193
5,956		4,866	1,090
6,850		7,235	-385
3,819		3,510	309
2,197		1,740	457
1,728		1,473	255
24,289		22,554	1,735

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	
			-413
			-40
			-483
			193
			1,090
			-385
			309
			457
			255
			1,735

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)
170 MEDTRONIC INC		2014-01-28	2015-05-04
50 MEDTRONIC PLC		2014-01-28	2015-05-04
64 SOUTH32 LTD SPONSORED ADR		2014-03-26	2015-06-03
310 LORILLARD INC COM		2014-01-28	2015-06-15
25000 U S TREASURY NOTE 4 875% 08/15/2016 DTD 08/15/2006		2012-03-14	2015-06-19
179 REYNOLDS AMERICAN INC		2014-01-28	2015-07-21
20000 CATERPILLAR FINL SE 2 05% 08/01/2016 DTD 07/29/2011		2013-06-26	2015-08-21
5000 COMCAST CORP 2 85% 01/15/2023 DTD 01/14/2013		2015-04-09	2015-08-21
10000 COMCAST CORP 2 85% 01/15/2023 DTD 01/14/2013		2013-02-22	2015-08-21
5000 ONTARIO PROVINCE OF 1 65% 09/27/2019 DTD 09/27/2012		2013-04-02	2015-08-21

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)
13,082		9,734	3,348
3,845		3,848	-3
532		533	-1
22,129		15,671	6,458
26,287		28,033	-1,746
13		13	
20,248		20,343	-95
4,899		5,101	-202
9,797		9,981	-184
4,984		4,997	-13

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	
			3,348
			-3
			-1
			6,458
			-1,746
			-95
			-202
			-184
			-13

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)
10000 U S TREASURY NOTE 4 875% 08/15/2016 DTD 08/15/2006		2012-03-14	2015-08-21
150 APPLE COMPUTER, INC		2013-06-06	2015-08-26
120 COLGATE PALMOLIVE CO		2014-03-26	2015-08-26
220 DEERE & CO		2013-12-02	2015-08-26
70 HONEYWELL INTL INC COM		2013-12-02	2015-08-26
280 MICROSOFT CORPORATION		2012-06-05	2015-08-26
560 ORACLE CORPORATION		2014-01-28	2015-08-26
180 UNITED PARCEL SERVICE		2014-06-20	2015-08-26
190 WAL MART STORES INC		2013-03-13	2015-08-26
25000 U S TREASURY NOTE 4 875% 08/15/2016 DTD 08/15/2006		2010-03-11	2015-09-16

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	Gain or (loss) (h) (e) plus (f) minus (g)
10,433		11,265	-832
16,271		9,409	6,862
7,442		6,525	917
17,835		18,485	-650
6,807		6,187	620
11,884		7,845	4,039
20,620		20,707	-87
17,352		18,466	-1,114
12,239		14,037	-1,798
25,989		27,153	-1,164

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			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	
			-832
			6,862
			917
			-650
			620
			4,039
			-87
			-1,114
			-1,798
			-1,164

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)
5000 GEN ELEC CAP CORP 5 625% 09/15/2017 DTD 09/24/07		2015-01-26	2015-10-30
20000 GEN ELEC CAP CORP 5 625% 09/15/2017 DTD 09/24/07		2013-06-26	2015-10-30
7000 GENERAL ELEC CAP 3 45% 05/15/2024 DTD 05/15/2014 CALLABLE 02/13/		2015-04-09	2015-10-30
160 BHP BILLITON LTD		2014-03-26	2015-11-09
28000 GE CAP INTL FNDG 0 9640% 04/15/2016 DTD 10/26/2015		2015-10-30	2015-11-16
3000 GENERAL ELEC CAP 3 45% 05/15/2024 DTD 05/15/2014 CALLABLE 02/13/		2015-04-09	2015-11-16
25000 U S TREASURY NOTE 4 875% 08/15/2016 DTD 08/15/2006		2014-05-20	2015-11-16
CAPITAL GAIN 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)
5,600		5,400	200
22,400		21,360	1,040
7,000		7,373	-373
4,754		10,342	-5,588
28,043		28,000	43
3,089		3,159	-70
25,808		26,450	-642
			4,429

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	
			200
			1,040
			-373
			-5,588
			43
			-70
			-642

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>				
POTTSBORO KIDS CLUB PO BOX 543 POTTSBORO,TX 75076	NONE	501(C)(3)	GENERAL OPERATIONS	10,000
FOUR RIVERS OUTREACH 210 S RUCK STREET 2 SHERMAN,TX 75090	NONE	501(C)(3)	GENERAL OPERATIONS	5,000
UNIVERSITY OF NORTH TEXAS FOUNDATION PO BOX 311250 DENTON,TX 762031250	NONE	501(C)(3)	GENERAL OPERATIONS	20,000
MASTERKEY MINISTRIES 209 S HERITAGE PKWY SHERMAN,TX 75092	NONE	501(C)(3)	GENERAL OPERATIONS	5,000
EMBRACE GRACE INC C/O NIKKI STEEN 16830 VENTURA BLVD SUITE 360 ENCINO,CA 91436	NONE	501(C)(3)	GENERAL OPERATIONS	5,000
RISE AGAIN OUTREACH ATTN ROBERT PEASE 34 STANIELS ROAD LOUDON,NH 03307	NONE	501(C)(3)	GENERAL OPERATIONS	5,000
PVES FOUNDATION INC PO BOX 2347 POTTSBORO,TX 750762347	NONE	501(C)(3)	BOOT SCOOTIN' BALL	10,000
MEALS ON WHEELS OF TEXOMA 1500 N BROUGHTON STREET SHERMAN,TX 75090	NONE	501(C)(3)	GENERAL OPERATIONS	5,000
GRAYSON COUNTY SHELTER 331 W MORTON STREET DENNISON,TX 75020	NONE	501(C)(3)	GENERAL OPERATIONS	10,000
GRAYSON COUNTY CRISIS PREGNANCY DBA TRUE OPTIONS OF SHERMAN 105 W PECAN STREET SHERMAN,TX 75090	NONE	501(C)(3)	GENERAL OPERATIONS	10,000
GRAYSON COUNTY COLLEGE FOUND INC C/O SHERMAN PELLEY SHERMAN,TX 750912228	NONE	501(C)(3)	BEHALF OF ELLEN M TALBOTT	20,000
TEXAS TECH FOUNDATION INC PO BOX 41081 LUBBOCK,TX 794091081	NONE	501(C)(3)	GENERAL OPERATIONS	20,000
Total				125,000

TY 2015 Accounting Fees Schedule

Name: TALBOTT FOUNDATION 430057018

EIN: 80-0313615

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	725	725		

TY 2015 Investments Corporate Bonds Schedule

Name: TALBOTT FOUNDATION 430057018

EIN: 80-0313615

Name of Bond	End of Year Book Value	End of Year Fair Market Value
20000 ANHEUSER-BUSCH 1.375%	20,061	19,933
20000 BK OF NOVA SCOTIA 1.1%	20,021	19,988
25000 BERKSHIRE HATHAWAY 5.40%	27,133	27,135
15000 CISCO SYSTEMS INC 4.95%	16,356	16,392
7000 GE CAPITAL INTL 3.373%	7,000	7,127
25000 JPMORGAN CHASE & CO 6%	27,005	27,002
25000 ONTARIO PROVINCE OF 1.65	24,945	24,687
2000 PROVINCE OF QUEBEC 2.75%	20,147	20,236
15000 TOYOTA MOTOR CREDIT 2.00	15,267	15,121
10000 US BANCORP 1.95%	10,009	10,061
25000 WACHOVIA CORP 5.75%	27,494	27,002
20000 WALMART STORES INC 3.25%	21,279	21,077
4068.527 FIDELITY HIGH INCOME	37,814	32,345
8282.981 TDAM 5 TO 10 YEAR COR	85,268	83,658
4156.459 TDAM 1 TO 5 CORP BD P	41,955	41,565
8136.803 VANGUARD SHORT-TERM F	87,704	87,145

TY 2015 Investments Corporate Stock Schedule

Name: TALBOTT FOUNDATION 430057018
EIN: 80-0313615

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 MCDONALDS CORP	14,487	17,721
150 TIME WARNER INC	9,104	9,701
430 ALTRIA GROUP INC	15,947	25,030
440 COCA COLA CO	15,253	18,902
220 COLGATE PALMOLIVE CO	7,336	14,656
140 KIMBERLY CLARK CORP	11,429	17,822
300 PHILIP MORRIS INTL INC COM	25,211	26,373
270 PROCTER & GAMBLE CO	15,761	21,441
400 REYNOLDS AMERICAN INC	15,617	18,460
390 CONOCOPHILLIPS	22,470	18,209
250 OCCIDENTAL PETROLEUM CO	20,493	16,903
160 ROYAL DUTCH SHELL PLC	11,239	7,326
300 CME GROUP INC	24,375	27,180
80 COMMONWEALTH BANK OF AUSTRA	5,232	4,978
380 WELLS FARGO & CO NEW	14,418	20,657
310 WELLTOWER	19,919	21,089
120 MEDTRONIC PLC	9,234	9,230
330 ABBVIE INC	20,226	19,549
220 JOHNSON & JOHNSON CO	13,416	22,598
320 EATON CORP PLC	21,567	16,653
170 BOEING CO	17,568	24,580
370 EMERSON ELECTRIC CO	20,674	17,697
230 RAYTHEON CO	20,514	28,642
140 3M CO	10,435	21,090
440 SEAGATE TECHNOLOGY PLC SHS	22,064	16,130
130 APPLE COMPUTER INC	8,155	13,684
680 INTEL CORP	17,561	23,426
260 IRON MOUNTAIN INC	9,607	7,023
330 MICROSOFT CORPORATION	6,588	18,308
570 VODAFONE GROUP PLC-SP ADR	19,649	18,388

Name of Stock	End of Year Book Value	End of Year Fair Market Value
360 DOW CHEMICAL CO	14,468	18,533
740 AT&T INC	22,390	25,463
460 VERIZON COMMUNICATIONS	18,016	21,261
190 DOMINION RES INC VA NEW	13,366	12,852
330 DUKE ENERGY CORP	21,831	23,559
220 ENTERGY CORP COMMON NEW	13,462	15,039
390 EVERSOURCE ENERGY	16,999	19,917
430 PPL CORP	13,440	14,676
310 SOUTHERN CO	13,477	14,505
3497.689 INVESCO INTERNATIONAL	96,816	109,967
1731.817 HARBOR INTERNATIONAL	103,474	102,922
16432.991 EPOCH US SMALL MID C	187,155	174,190

TY 2015 Investments Government Obligations Schedule

Name: TALBOTT FOUNDATION 430057018

EIN: 80-0313615

**US Government Securities - End of
Year Book Value:**

593,133

**US Government Securities - End of
Year Fair Market Value:**

590,205

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

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

TY 2015 Other Decreases Schedule**Name:** TALBOTT FOUNDATION 430057018**EIN:** 80-0313615

Description	Amount
2014 RETURN OF CAPITAL ADJUSTMENT	596
2015 RETURN OF CAPITAL ADJUSTMENT	875
ROUNDING ADJUSTMENT	4

TY 2015 Other Expenses Schedule

Name: TALBOTT FOUNDATION 430057018

EIN: 80-0313615

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE/PROBATE FEES	38	38		0
OTHER NON-ALLOCABLE EXPENSE -	68	68		0

TY 2015 Other Income Schedule

Name: TALBOTT FOUNDATION 430057018

EIN: 80-0313615

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
990PF REFUND	363	0	
MISC INC RVCD	5	0	

TY 2015 Other Increases Schedule

Name: TALBOTT FOUNDATION 430057018

EIN: 80-0313615

Description	Amount
GE BONDS ADJUSTMENT	640
BOND AMORITIZATION NOT USED	136

TY 2015 Taxes Schedule**Name:** TALBOTT FOUNDATION 430057018**EIN:** 80-0313615

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	321	321		0
FOREIGN TAXES ON QUALIFIED FOR	329	329		0
FOREIGN TAXES ON NONQUALIFIED	29	29		0