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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 THE RAY CHARLES FOUNDATION		A Employer identification number 95-4047622
Number and street (or P O box number if mail is not delivered to street address) 2107 WEST WASHINGTON BLVD	Room/suite	B Telephone number (see instructions) (323) 737-8000
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90018		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"/>
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) \$ 49,084,157	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)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <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	115,665	115,665		
	4 Dividends and interest from securities				
	5a Gross rents	581,648	581,648		
	b Net rental income or (loss) <u>60,452</u>				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	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				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	2,618,335	2,618,125			
12 Total. Add lines 1 through 11	3,315,648	3,315,438			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	287,749	143,875		143,874
	14 Other employee salaries and wages	687,680	343,840		343,840
	15 Pension plans, employee benefits	24,983	12,492		12,491
	16a Legal fees (attach schedule).	263,126	131,563		131,563
	b Accounting fees (attach schedule).	90,000	45,000		45,000
	c Other professional fees (attach schedule)	19,897	9,949		9,948
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	94,917	47,459		47,458
	19 Depreciation (attach schedule) and depletion	291,618	93,374		
	20 Occupancy				
	21 Travel, conferences, and meetings	48,900	24,450		24,450
	22 Printing and publications				
	23 Other expenses (attach schedule).	2,333,553	2,147,356		186,197
	24 Total operating and administrative expenses. Add lines 13 through 23	4,142,423	2,999,358		944,821
25 Contributions, gifts, grants paid	1,172,000			1,172,000	
26 Total expenses and disbursements. Add lines 24 and 25	5,314,423	2,999,358		2,116,821	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,998,775				
b Net investment income (if negative, enter -0-)		316,080			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	568,391	564,749	564,749
	2 Savings and temporary cash investments	32,479,125	32,142,628	32,142,628
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	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	23,438	30,780	30,780
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ 6,117,258 Less accumulated depreciation (attach schedule) ▶ 691,346	5,420,048	5,425,912	7,525,000
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ 5,808,252 Less accumulated depreciation (attach schedule) ▶ 2,892,227	3,053,609	2,916,025	3,200,000
15 Other assets (describe ▶ _____)	5,486,088	5,486,088	5,621,000	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	47,030,699	46,566,182	49,084,157	
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 ▶ _____)	48,765	49,690	
23 Total liabilities (add lines 17 through 22)	48,765	49,690		
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	46,981,934	46,516,492		
30 Total net assets or fund balances (see instructions)	46,981,934	46,516,492		
31 Total liabilities and net assets/fund balances (see instructions)	47,030,699	46,566,182		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	46,981,934
2	Enter amount from Part I, line 27a	2	-1,998,775
3	Other increases not included in line 2 (itemize) ▶ _____	3	1,533,333
4	Add lines 1, 2, and 3	4	46,516,492
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	46,516,492

Part IV Capital Gains and Losses for Tax on Investment Income

(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)
1a			
b			
c			
d			
e			

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

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	2,984,784	46,818,467	0.06375
2013	5,832,660	48,398,139	0.12051
2012	2,272,740	50,301,264	0.04518
2011	2,093,758	51,433,551	0.04071
2010	4,012,068	52,143,521	0.07694

2 Total of line 1, column (d).	2	0.347100
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	0.069420
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	46,002,543
5 Multiply line 4 by line 3.	5	3,193,497
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,161
7 Add lines 5 and 6.	7	3,196,658
8 Enter qualifying distributions from Part XII, line 4.	8	2,116,821

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)

Table with 11 rows for excise tax calculation. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount owed is 136.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?' and 'Did the foundation have at least \$5,000 in assets at any time during the year?'. Includes Yes/No columns.

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>www.theraycharlesfoundation.org</u>	13	Yes	
14 The books are in care of ► <u>VALERIE ERVIN PRESIDENT</u> Telephone no ► <u>(323) 737-8000</u> Located at ► <u>2107 W WASHINGTON BLVD LOS ANGELES CA</u> ZIP+4 ► <u>90018</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?	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? <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)?	1b		No
Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>			
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 propoganda, 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
SUZANNE ALPERT 2107 WEST WASHINGTON BLVD LOS ANGELES, CA 90018	ATTORNEY 40 00	212,793	6,000	
THU TRAN 2107 WEST WASHINGTON BLVD LOS ANGELES, CA 90018	SR ACCOUNTANT 40 00	90,085		
DENISE THIEL 2107 WEST WASHINGTON BLVD LOS ANGELES, CA 90018	PROPERTY MGR 40 00	84,697	1,559	
GWENDOLYN GREEN 2107 WEST WASHINGTON BLVD LOS ANGELES, CA 90018	BOOKKEEPER 40 00	80,990	2,430	
RAYMOND SHIVERS 2107 WEST WASHINGTON BLVD LOS ANGELES, CA 90018	FACILITIES MGR 40 00	74,429	2,184	
Total number of other employees paid over \$50,000.				1

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

Part VIII

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
ROBINS KAPLAN MILLER & CERESI LLP 2049 CENTURY PARK EAST SUITE 3400 LOS ANGELES, CA 90067	LEGAL	114,517
HUTCHINSON & BLOODGOOD LLP 550 N BRAND BLVD 14TH FL GLENDALE, CA 91203	ACCOUNTING	90,000
JAIME GARCIA GARDE 14795 HARPER ST MIDWAY CITY, CA 92655	LANDSCAPING	69,895
ANTONIO PACHECO 5522 N ASPAN AVE AZUSA, CA 91702	CONTRACTOR	122,600
IVAN HOFFMAN ATTY AT LAW 10736 JEFFERSON BLVD SUITE 436 CULVER CITY, CA 90230	LEGAL	120,000

Total number of others receiving over \$50,000 for professional services. **1**

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	
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	

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	0
b	Average of monthly cash balances.	1b	33,557,089
c	Fair market value of all other assets (see instructions).	1c	13,146,000
d	Total (add lines 1a, b, and c).	1d	46,703,089
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	46,703,089
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	700,546
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	46,002,543
6	Minimum investment return. Enter 5% of line 5.	6	2,300,127

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	2,300,127
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	6,322
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,322
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,293,805
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,293,805
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	2,293,805

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	2,116,821
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	2,116,821
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,116,821

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				2,293,805
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
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.		1,677,421		
e From 2014.		643,861		
f Total of lines 3a through e.	2,321,282			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>2,116,821</u>				
a Applied to 2014, but not more than line 2a				
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.				2,116,821
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))	176,984			176,984
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,144,298			
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.				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).				
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.	2,144,298			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.		1,500,437		
d Excess from 2014.		643,861		
e Excess from 2015.				

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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Table with columns: Tax year (a) 2015, (b) 2014, (c) 2013, (d) 2012, (e) Total

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

(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)

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed GRANT DEPARTMENT 2107 West Washington Boulevard LOS ANGELES, CA 90018 (323) 737-8000 info@theraycharlesfoundation.org

b The form in which applications should be submitted and information and materials they should include The Ray Charles Foundation requests that the applicant print and follow the Grant Check List Upon completing the instructions, mail the GRANT APPLICATION PACKAGE (Cover Letter, completed and signed Online Grant Application, Letter of Inquiry, Proof of IRS federal tax-exempt status, Annual Report [if available], and signed Grant Check List TO THE FOLLOWING ADDRESS GRANT DEPARTMENTThe Ray Charles Foundation2107 West Washington BoulevardLos Angeles, CA 90018

c Any submission deadlines NO SUBMISSION DEADLINES - APPLICATIONS REVIEWED ALL YEAR

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors Obligations and Responsibilities of Grant Recipients 1) Since an award is made only for the purposes set forth in the Grantees submitted proposal and the Grantees grant application, any modifications to the project, as originally proposed, may be made only with prior written approval by The Ray Charles Foundation 2) The Grantee may not grant any portion of the award to a secondary Grantee without prior written permission of The Ray Charles Foundation 3) The Grant must be spent in full within the time set forth in the Grant proposal and if no such time is set forth, then within twelve (12) months following the Grant In the event that the Grant is expressly made for multiple years, any funds not used in the current year may be applied to the purposes of the Grant in following years but only for the years covered by the Grant proposal 4) The Grantee must maintain complete records of receipts and expenditures sufficient to identify grant funds and expenditures made in the furtherance of t

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	1,172,000
b <i>Approved for future payment</i>				
Total			▶ 3b	

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
VALERIE ERVIN 2107 W WASHINGTON BLVD LOS ANGELES, CA 90018	President 40 00	287,749	8,160	
JOSEPH ADAMS 4244 MOUNT VERNON DRIVE LOS ANGELES, CA 90008	Chairman 1 00	0		
REV MARK WHITLOCK 2107 W WASHINGTON BLVD LOS ANGELES, CA 90018	Director 1 00	0		
REV CECIL L MURRAY 4821 PARKGLEN AVENUE LOS ANGELES, CA 90043	Treasurer 1 00	0		
RAMSEY JAY JR 2548 TOLTEC COURT VENTURA, CA 93001	Director 1 00	0		
DIANA TREISTER 349 S LINDEN DRIVE B BEVERLY HILLS, CA 90212	Director 1 00	0		
STEWART IAN ALPERT 605 TASMAN DRIVE 1417 SUNNYVALE, CA 94089	Director 1 00	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
SOUTH CENTRAL SCHOLARS FUND 29000 S WESTERN AVENUE SUITE 401 RANCHO PALOS VERDES, CA 90275	NONE	NOT A FDN	EDUCATION	10,000
UNITED NEGRO COLLEGE FUND 3699 WILSHIRE BLVD LOS ANGELES, CA 90010	NONE	NOT A FDN	EDUCATION	500,000
BOYS GIRLS CLUB OF BURBANK 2244 N BUENA VISTA STREET BURBANK, CA 91504	NONE	NOT A FDN	YOUTH DEVELOPMENT	25,000
GRAMMY MUSEUM FOUNDATION 800 W OLYMPIC BLVD LOS ANGELES, CA 90015	NONE	NOT A FDN	EDUCATION	500,000
UCLA FOUNDATION 10920 WILSHIRE BLVD SUITE 900 LOS ANGELES, CA 90024	NONE	NOT A FDN	EDUCATION	25,000
BLIND CHILDRENS CENTER 4120 MARATHON STREET LOS ANGELES, CA 90029	NONE	NOT A FDN	SUPPORT THE DEVELOPMENT AND EDUCATION OF BLIND CHILDREN	87,000
THE CHAPEL RESTORATION FUND 830 WESTVIEW DR SW ATLANTA, GA 30314	NONE	NOT A FDN	CONSERVATION OF THE HISTORIC CHAPEL ON THE MOREHOUSE COLLEGE CAMPUS	25,000
Total			▶ 3a	1,172,000

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
11 Other revenue					
a ALBUM INCOME			15	85,311	
b FED/CA TAX REFUNDS			1		
c LEGAL SETTLEMENT			1	210	
d LICENSING/MERCHANDISE			15	18,299	
e MASTER LICENSE REVENUE			15	82,025	
f MISCELLANEOUS INCOME			1	1,679	
g OIL & GAS LEASE			1	2,056	
h PUBLISHING INCOME			15	211,160	
i ROYALTY RECEIPTS			15	2,217,595	
j SAG PENSION RECEIPTS			14		

TY 2015 Accounting Fees Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	90,000	45,000	0	45,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Amortization Schedule

Name: THE RAY CHARLES FOUNDATION

EIN: 95-4047622

Software ID: 15000324

Software Version: 2015v2.0

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
MASTER RECORDING- DOD VAL	2008-01-01	23,000,000	10,733,331	15 0000	1,533,333			12,266,664

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Depreciation Schedule

Name: THE RAY CHARLES FOUNDATION

EIN: 95-4047622

Software ID: 15000324

Software Version: 2015v2.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LINDEN 85 BLDG - DOD VAL	2004-06-10	636,600	161,947	SL	3 64 %	23,153	23,153		
LINDEN 91 BLDG - DOD VAL	2004-06-10	1,640,000	417,427	SL	3 64 %	59,647	59,647		
LINDEN 91 IMPROVEMENTS	2008-06-30	41,112	9,780	SL	3 64 %	1,495	1,495		
WASHINGTON BLDG - DOD VAL	2004-06-10	425,033	76,286	SL	2 56 %	10,898			
WASHINGTON BLVD - F&F	2009-06-30	8,671	6,812	SL	14 29 %	1,239			
WASHINGTON BLVD - F&F	2010-03-31	57,198	38,525	SL	7 0000	8,171			
OFFICE EQUIPMENT - WASHIN	2010-04-30	11,521	10,752	SL	5 0000	769			
STUDIO EQUIPMENT	2010-02-15	32,883	31,981	SL	5 0000	548			
NEW ROOF-LINDEN 85	2011-12-01	27,390	5,630	SL	15 0000	1,826	1,826		
PARKING LOT-IMP WASH BL	2011-04-05	19,040	10,200	SL	7 0000	2,720			
WASHINGTON BL-IMPROV	2011-07-01	245,569	57,299	SL	15 0000	16,371			
WASHINGTON BL-F&F	2011-04-11	21,499	11,516	SL	7 0000	3,071			
WASHINGTON BL-F&F	2012-11-08	32,811	10,155	SL	7 0000	4,687			
WASHINGTON BL-IMPROV	2012-03-05	32,544	6,148	SL	15 0000	2,170			
WASHINGTON BL-F&F	2013-03-04	17,756	4,651	SL	7 0000	2,537			
WASHINGTON BL-IMPROV	2013-07-23	25,510	2,410	SL	15 0000	1,701			
LINDEN 85 IMPROVEMENTS	2013-12-12	2,924	211	SL	15 0000	195	195		
LINDEN 91 IMPROVEMENTS	2013-12-17	33,043	2,203	SL	15 0000	2,203	2,203		
RAY CHARLES MUSEUM	2009-01-01	1,913,341	382,668	SL	15 0000	127,556			
OFFICE EQUIPMENT	2013-11-18	3,686	798	SL	5 0000	737			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
WASHINGTON BL - F&F	2014-07-16	8,317	495	SL	7 0000	1,188			
WASHINGTON BL - IMPROV	2014-07-01	49,920	1,664	SL	15 0000	3,328			
LINDEN 91 IMPROVEMENTS	2014-07-01	23,202	773	SL	15 0000	1,547	1,547		
COMPUTER EQUIPMENT	2014-07-01	12,475	1,248	SL	5 0000	2,495			
SOFTWARE	2014-07-01	11,331	1,889	SL	3 0000	3,777			
WASHINGTON BL - IMPROV	2015-07-23	35,462		SL	15 0000	985			
LINDEN 85 IMPROVEMENTS	2015-07-01	16,600		SL	15 0000	553	553		
LINDEN 91 IMPROVEMENTS	2015-07-01	82,637		SL	15 0000	2,755	2,755		
COMPUTER EQUIPMENT	2015-07-01	13,558		SL	5 0000	1,356			
SOFTWARE	2015-07-01	11,641		SL	3 0000	1,940			

TY 2015 Investments - Land Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Buildings	2,261,250	691,346	1,569,904	2,761,250
Improvements	242,258		242,258	
Land	3,613,750		3,613,750	4,763,750

**TY 2015 Land, Etc.
Schedule****Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	142,582	97,661	44,921	
Machinery and Equipment	2,150,936	2,092,162	58,774	2,000,000
Buildings	2,333,341	597,408	1,735,933	1,200,000
Improvements	401,393	104,996	296,397	
Land	780,000		780,000	

TY 2015 Legal Fees Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	263,126	131,563	0	131,563

TY 2015 Other Assets Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Net Intangible Assets	5,486,088	5,486,088	5,621,000

TY 2015 Other Expenses Schedule

Name: THE RAY CHARLES FOUNDATION

EIN: 95-4047622

Software ID: 15000324

Software Version: 2015v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVERTISING	55,275	27,638		27,637
Amortization	1,533,333	1,533,333		
BANK CHARGES	207	103		104
COMPUTER EXPENSE	585	293		292
DUES & SUBSCRIPTIONS	1,636	818		818
GARDENING	10,225	5,112		5,113
IMAGES	18,000	9,000		9,000
INSURANCE	183,176	91,588		91,588
INTERNET	16,965	8,483		8,482
LICENSES AND FEES	3,928	1,964		1,964
MEETINGS	2,697	1,349		1,348
OFFICE EXPENSE	8,589	4,295		4,294
PEST CONTROL	564	282		282
PLUMBING & ELECTRICAL	2,725	1,363		1,362
POSTAGE & FREIGHT	2,462	1,231		1,231
PROMOTION	1,819	910		909
Rental Expenses	427,822	427,822		
REPAIRS & MAINTENANCE	9,475	4,738		4,737
SECURITY	5,459	2,729		2,730
SUPPLIES	9,127	4,563		4,564
TELEPHONE	13,092	6,546		6,546
TRASH SERVICE	1,567	784		783
UTILITIES	24,825	12,412		12,413

TY 2015 Other Income Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ALBUM INCOME	85,311	85,311	
LEGAL SETTLEMENT	210		
LICENSING/MERCHANDISE	18,299	18,299	
MASTER LICENSE REVENUE	82,025	82,025	
MISCELLANEOUS INCOME	1,679	1,679	
OIL & GAS LEASE	2,056	2,056	
PUBLISHING INCOME	211,160	211,160	
ROYALTY RECEIPTS	2,217,595	2,217,595	

TY 2015 Other Increases Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Amount
AMORTIZATION ON RETURN NOT ON BOOKS	1,533,333

TY 2015 Other Liabilities Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
SECURITY DEPOSITS	48,765	49,690

TY 2015 Other Professional Fees Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ARCHIVE	9,413	4,707	0	4,706
CONSULTANTS	1,450	725	0	725
OTHER	9,034	4,517	0	4,517

TY 2015 Taxes Schedule**Name:** THE RAY CHARLES FOUNDATION**EIN:** 95-4047622**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER	250	125		125
PAYROLL TAXES	61,534	30,767		30,767
PROPERTY TAX	33,133	16,567		16,566