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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**

Do not enter social security numbers on this form as it may be made public.  
Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2015**

**Open to Public Inspection**

**For calendar year 2015, or tax year beginning 05-01-2015, and ending 04-30-2016**

Name of foundation SPENSE REESE FOUNDATION		<b>A Employer identification number</b> 51-0203269	
Number and street (or P O box number if mail is not delivered to street address) Room/suite BANK OF AMERICA NA PO BOX 831		<b>B Telephone number (see instructions)</b> (800) 357-7094	
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 752831041		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 367,625		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

<b>Part I Analysis of Revenue and Expenses</b> <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 <b>(a)</b>	Net investment income <b>(b)</b>	Adjusted net income <b>(c)</b>	Disbursements for charitable purposes <b>(d)</b> (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	9,665	9,482		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-7,865			
	<b>b</b> Gross sales price for all assets on line 6a 148,855				
	<b>7</b> Capital gain net income (from Part IV, line 2)		0		
	<b>8</b> Net short-term capital gain			0	
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)		2			
<b>12 Total.</b> Add lines 1 through 11	1,800	9,484			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	5,414	3,248		2,166
	<b>14</b> Other employee salaries and wages		0	0	0
	<b>15</b> Pension plans, employee benefits		0	0	
	<b>16a</b> Legal fees (attach schedule)				0
	<b>b</b> Accounting fees (attach schedule)	845	0	0	845
	<b>c</b> Other professional fees (attach schedule)				0
	<b>17</b> Interest				0
	<b>18</b> Taxes (attach schedule) (see instructions)	466	274		0
	<b>19</b> Depreciation (attach schedule) and depletion	0	0		
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings		0	0	
	<b>22</b> Printing and publications		0	0	
	<b>23</b> Other expenses (attach schedule)	6,636	6,731		10
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	13,361	10,253	0	3,021
	<b>25</b> Contributions, gifts, grants paid	58,300			58,300
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	71,661	10,253	0	61,321	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-69,861				
<b>b Net investment income</b> (if negative, enter -0-)		0			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .			
	<b>2</b> Savings and temporary cash investments . . . . .	14,940	12,774	12,774
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions). . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	405,828	337,079	354,851
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans. . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .			0
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	420,768	349,853	367,625	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule). . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	420,768	349,853	
<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund				
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	420,768	349,853		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	420,768	349,853		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	420,768
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-69,861
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	3,736
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	354,643
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	4,790
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	349,853

**Part IV Capital Gains and Losses for Tax on Investment Income**

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

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

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

<b>2</b>	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	-7,865
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		}	<b>3</b>

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

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

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

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

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2014	78,270	482,755	0.162132
2013	74,568	515,761	0.144579
2012	62,973	533,114	0.118123
2011	79,958	566,822	0.141064
2010	79,498	610,627	0.130191
<b>2</b>	<b>Total</b> of line 1, column (d).		<b>2</b> 0.696089
<b>3</b>	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		<b>3</b> 0.139218
<b>4</b>	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.		<b>4</b> 398,073
<b>5</b>	Multiply line 4 by line 3.		<b>5</b> 55,419
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).		<b>6</b> 0
<b>7</b>	Add lines 5 and 6.		<b>7</b> 55,419
<b>8</b>	Enter qualifying distributions from Part XII, line 4.		<b>8</b> 61,321

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	0
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	0
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	0
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2015 estimated tax payments and 2014 overpayment credited to 2015	<b>6a</b>	156
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868). . . . .	<b>6c</b>	0
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	156
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	156
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> 0 <b>Refunded</b> <input checked="" type="checkbox"/>	<b>11</b>	156

**Part VII-A Statements Regarding Activities**

<b>1a</b>	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>1a</b>	<b>Yes</b>	<b>No</b>
<b>b</b>	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	<b>1b</b>		<b>No</b>
<b>c</b>	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>		<b>No</b>
<b>d</b>	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____			
<b>e</b>	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
<b>2</b>	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	<b>2</b>		<b>No</b>
<b>3</b>	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>		<b>No</b>
<b>4a</b>	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>		<b>No</b>
<b>b</b>	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>		
<b>5</b>	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>		<b>No</b>
<b>6</b>	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? . . . . .	<b>6</b>	<b>Yes</b>	
<b>7</b>	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	<b>7</b>	<b>Yes</b>	
<b>8a</b>	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA _____			
<b>b</b>	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	<b>8b</b>	<b>Yes</b>	
<b>9</b>	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>		<b>No</b>
<b>10</b>	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .	<b>10</b>		<b>No</b>

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE
14 The books are in care of BANK OF AMERICA NA Telephone no (866) 461-7287 Located at 100 WESTMINISTER ST PROVIDENCE RI ZIP+4 02903
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
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?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years 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)
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?
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

**5a** During the year did the foundation pay or incur any amount to

**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

**(3)** Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).  Yes  No

**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here.

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BANK OF AMERICA N A 100 WESTMINISTER ST PROVIDENCE, RI 02903	TRUSTEE 1	5,414		

**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

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

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

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

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	

**Total.** Add lines 1 through 3 . . . . .

**Part X Minimum Investment Return**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	393,326
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	10,809
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	404,135
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	404,135
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	6,062
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	398,073
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	19,904

**Part XI Distributable Amount**

(see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	19,904
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5. . . . .	<b>2a</b>	0
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	0
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	19,904
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	19,904
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	19,904

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	61,321
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	61,321
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	61,321

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
<b>1</b> Distributable amount for 2015 from Part XI, line 7				19,904
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only. . . . .			0	
<b>b</b> Total for prior years 2013, 20__, 20__		0		
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010. . . . .	49,249			
<b>b</b> From 2011. . . . .	51,959			
<b>c</b> From 2012. . . . .	37,797			
<b>d</b> From 2013. . . . .	49,018			
<b>e</b> From 2014. . . . .	52,444			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	240,467			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>61,321</u>				
<b>a</b> Applied to 2014, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2015 distributable amount. . . . .				19,904
<b>e</b> Remaining amount distributed out of corpus	41,417			
<b>5</b> Excess distributions carryover applied to 2015 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	281,884			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . . . .	49,249			
<b>9 Excess distributions carryover to 2016.</b> Subtract lines 7 and 8 from line 6a . . . . .	232,635			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011. . . . .	51,959			
<b>b</b> Excess from 2012. . . . .	37,797			
<b>c</b> Excess from 2013. . . . .	49,018			
<b>d</b> Excess from 2014. . . . .	52,444			
<b>e</b> Excess from 2015. . . . .	41,417			

**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 . . . . .

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2015</b>	<b>(b) 2014</b>	<b>(c) 2013</b>	<b>(d) 2012</b>	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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 e-mail address of the person to whom applications should be addressed

BOYS GIRLS CLUBS OF GREATER SAN D  
115 WOODWARD AVE  
ESCONDIDO, CA 920252638  
(866) 461-7287  
NONE

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

FOR MORE INFORMATION [http //www sdyouth org/](http://www.sdyouth.org/)

**c** Any submission deadlines

APRIL 01

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

SCHOLARSHIPS AWARDED ANNUALLY TO MALE STUDENTS MAJORING IN MEDICINE, ENGINEERING, LAW AND POLITICAL SCIENCE

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				58,300
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b> ▶ <b>3b</b>				



Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Table with 2 columns: Yes, No. Rows include 1a(1) Cash, 1a(2) Other assets, 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans or loan guarantees, 1b(6) Performance of services, and 1c Sharing of facilities.

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash.
(2) Other assets.

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Sign Here

Signature of officer or trustee, Date (2016-06-09), Title

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

Table for Paid Preparer Use Only with columns: Print/Type preparer's name, Preparer's Signature, Date, Check if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, 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, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co)	<b>(b)</b> How acquired P—Purchase D—Donation	Date acquired <b>(c)</b> (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
153 713 AGGREGATE BOND CTF		2014-02-28	2015-08-31
136 909 AGGREGATE BOND CTF		2014-02-28	2015-09-11
103 384 AGGREGATE BOND CTF		2014-02-28	2016-02-29
36 211 SMALL CAP GROWTH LEADERS CTF		2013-03-15	2015-09-11
88 699 EMERGING MARKETS STOCK COMMON TRUST FUND		2013-03-15	2015-07-31
21 319 EMERGING MARKETS STOCK COMMON TRUST FUND		2013-03-15	2015-09-11
21 319 EMERGING MARKETS STOCK COMMON TRUST FUND		2013-03-04	2016-01-08
9 241 EMERGING MARKETS STOCK COMMON TRUST FUND		2013-03-15	2016-01-08
29 056 EMERGING MARKETS STOCK COMMON TRUST FUND		2013-03-15	2016-04-08
41 149 MID CAP VALUE CTF		2013-11-30	2015-07-31

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
2,581		2,595	-14
2,302		2,311	-9
1,756		1,738	18
812		687	125
4,036		4,111	-75
859		967	-108
829		951	-122
359		409	-50
1,222		1,246	-24
1,236		1,343	-107

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-14
			-9
			18
			125
			-75
			-108
			-122
			-50
			-24
			-107

**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, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co)	<b>(b)</b> How acquired P—Purchase D—Donation	Date acquired <b>(c)</b> (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
58 854 MID CAP VALUE CTF		2013-03-15	2015-07-31
27 802 MID CAP VALUE CTF		2013-03-15	2015-09-11
76 156 MID CAP VALUE CTF		2013-03-15	2016-01-08
33 213 SMALL CAP VALUE CTF		2013-03-15	2015-09-11
4 764 SMALL CAP VALUE CTF		2013-03-15	2016-04-08
41 751 MID CAP GROWTH CTF		2013-03-15	2015-07-31
59 65 MID CAP GROWTH CTF		2013-02-28	2015-07-31
16 705 MID CAP GROWTH CTF		2013-02-28	2015-09-11
91 165 MID CAP GROWTH CTF		2013-02-28	2016-01-08
202 203 GOLDMAN SACHS STRATEGIC INCOME FUND INSTL		2014-03-04	2015-08-31

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
1,769		1,790	-21
795		846	-51
2,037		2,334	-297
780		758	22
112		108	4
1,233		1,190	43
1,762		1,675	87
473		482	-9
2,402		2,627	-225
2,014		2,149	-135

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-21
			-51
			-297
			22
			4
			43
			87
			-9
			-225
			-135

**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, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co)	<b>(b)</b> How acquired P—Purchase D—Donation	Date acquired <b>(c)</b> (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
219 GOLDMAN SACHS STRATEGIC INCOME FUND INSTL		2014-03-04	2015-09-11
279 582 GOLDMAN SACHS STRATEGIC INCOME FUND INSTL		2014-03-04	2016-01-08
18 517 GOLDMAN SACHS STRATEGIC INCOME FUND INSTL		2014-03-04	2016-04-13
46 161 DIVIDEND INCOME COMMON TRUST FUND		2013-03-15	2015-09-11
50 448 DIVIDEND INCOME COMMON TRUST FUND		2013-03-15	2016-01-08
39 517 DIVIDEND INCOME COMMON TRUST FUND		2013-03-15	2016-04-08
8 ISHARES CORE S&P 500 ETF		2014-12-31	2015-09-11
8 ISHARES CORE S&P 500 ETF		2014-12-20	2016-01-08
121 ISHARES CORE S&P 500 ETF		2014-12-31	2016-01-08
8 ISHARES CORE S&P 500 ETF		2015-08-31	2016-01-08

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
2,186		2,328	-142
2,678		2,972	-294
174		197	-23
2,229		2,244	-15
2,441		2,432	9
2,064		1,925	139
1,573		1,656	-83
1,558		1,678	-120
23,558		25,044	-1,486
1,558		1,595	-37

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-142
			-294
			-23
			-15
			9
			139
			-83
			-120
			-1,486
			-37

**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, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired P—Purchase <b>(b)</b> D—Donation	Date acquired <b>(c)</b> (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
6 ISHARES CORE TOT U S BD MKT ETF		2016-01-08	2016-04-08
33 ISHARES CORE TOT U S BD MKT ETF		2016-01-08	2016-04-13
8 ISHARES CORE S&P MID CAP ETF		2013-03-15	2015-09-11
10 ISHARES CORE S&P MID CAP ETF		2013-03-15	2016-01-08
14 ISHARES CORE S&P MID CAP ETF		2013-02-28	2016-01-08
5 ISHARES CORE S&P MID CAP ETF		2013-02-28	2016-04-08
17 ISHARES RUSSELL 2000 ETF		2014-12-31	2015-09-11
231 549 IVY ASSET STRATEGY FUND CL I		2014-03-04	2016-01-08
210 016 IVY ASSET STRATEGY FUND CL I		2013-12-03	2016-01-08
363 64 IVY ASSET STRATEGY FUND CL I		2012-02-29	2016-01-08

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

<b>(e)</b> Gross sales price	Depreciation allowed <b>(f)</b> (or allowable)	Cost or other basis <b>(g)</b> plus expense of sale	Gain or (loss) <b>(h)</b> (e) plus (f) minus (g)
665		652	13
3,657		3,586	71
1,125		912	213
1,317		1,140	177
1,843		1,554	289
712		555	157
1,945		2,054	-109
4,960		7,641	-2,681
4,499		6,574	-2,075
7,789		9,324	-1,535

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	Adjusted basis <b>(j)</b> as of 12/31/69	Excess of col (i) <b>(k)</b> over col (j), if any	
			13
			71
			213
			177
			289
			157
			-109
			-2,681
			-2,075
			-1,535

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
525 PIMCO HIGH YIELD FD INSTL CL		2014-03-04	2015-07-31
25 394 PIMCO HIGH YIELD FD INSTL CL		2014-12-31	2015-07-31
55 061 PIMCO HIGH YIELD FD INSTL CL		2014-12-31	2015-09-11
429 545 PIMCO HIGH YIELD FD INSTL CL		2014-12-31	2016-01-08
151 POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT		2012-06-29	2016-01-08
31 POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT		2012-06-29	2016-04-08
211 POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT		2012-06-29	2016-04-13
95 POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT		2014-11-28	2016-04-13
88 VANGUARD FTSE DEVELOPED MARKETS ETF		2013-03-15	2016-01-08
15 VANGUARD FTSE DEVELOPED MARKETS ETF		2013-03-15	2016-04-13

**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)
4,772		5,119	-347
231		232	-1
494		503	-9
3,531		3,926	-395
1,929		3,884	-1,955
410		797	-387
2,891		5,427	-2,536
1,302		1,969	-667
3,040		3,273	-233
549		558	-9

**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	
			-347
			-1
			-9
			-395
			-1,955
			-387
			-2,536
			-667
			-233
			-9

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
2 VANGUARD FTSE DEVELOPED MARKETS ETF		2013-02-28	2016-04-13
15 VANGUARD FTSE EMERGING MKTS ETF		2016-01-08	2016-04-08
12 VANGUARD S&P 500 ETF		2016-01-08	2016-02-29
4 VANGUARD S&P 500 ETF		2016-01-08	2016-04-08
15 VANGUARD S&P 500 ETF		2016-01-08	2016-04-13
17 VANGUARD REIT ETF		2013-03-15	2015-09-11
17 VANGUARD REIT ETF		2013-03-15	2016-01-08
4 VANGUARD REIT ETF		2013-02-28	2016-01-08
12 VANGUARD REIT ETF		2013-02-28	2016-02-29
12 VANGUARD REIT ETF		2013-02-28	2016-04-08

**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)
73		73	
507		454	53
2,150		2,132	18
750		711	39
2,857		2,665	192
1,249		1,156	93
1,330		1,146	184
313		267	46
929		799	130
1,000		799	201

**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	
			53
			18
			39
			192
			93
			184
			46
			130
			201

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
27 VANGUARD REIT ETF		2013-02-28	2016-04-13
87 564 WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND INSTL CL		2016-01-08	2016-04-08
15 233 WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND INSTL CL		2016-01-08	2016-04-13
9 WISDOMTREE EUROPE HEDGED EQUITY FUND		2015-07-31	2016-04-13
111 736 HIGH QUALITY CORE COMMON TRUST FUND		2013-03-15	2015-09-11
394 855 HIGH QUALITY CORE COMMON TRUST FUND		2013-03-15	2016-01-08
143 921 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND		2013-09-30	2015-09-11
12 184 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND		2013-09-30	2016-01-08
94 884 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND		2013-09-30	2016-04-08
131 442 STRATEGIC GROWTH COMMON TRUST FUND		2013-04-30	2015-07-31

**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)
2,244		1,799	445
884		859	25
156		149	7
472		578	-106
1,445		1,383	62
5,024		4,878	146
1,603		1,574	29
127		136	-9
1,026		1,058	-32
1,836		1,425	411

**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	
			445
			25
			7
			-106
			62
			146
			29
			-9
			-32
			411

**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, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	Date acquired <b>(c)</b> (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
237 022 STRATEGIC GROWTH COMMON TRUST FUND		2013-04-30	2015-09-11
56 614 STRATEGIC GROWTH COMMON TRUST FUND		2013-04-30	2016-04-08
CAPITAL GAIN DIVIDENDS	P		

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	Gain or (loss) <b>(h)</b> (e) plus (f) minus (g)
3,113		2,614	499
716		620	96
			1,509

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			499
			96

**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
<b>a</b> <i>Paid during the year</i>				
ALAN GRUSKY C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	2,000
JAMES HARPER C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
KEVIN LE C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
BRANDON ENG C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
RYAN COLE C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	2,000
RYAN MCDONALD C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	2,000
ALEXANDER CARATTI C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
DONGHWAN KIM C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
ROSS URRY C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
MICHAEL MALEY C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
ALAN ZHANG GRUSKY C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	2,000
YAN MCDONALD C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	2,000
KEVIN CORKRAN C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
DUSTIN NGUYEN C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	1,800
CHRISTIAN SCHATZ C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
<b>Total . . . . .</b>				<b>58,300</b>

**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)				
<b>a</b> <i>Paid during the year</i>				
ANDY LY C/O BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BLVD SAN DIEGO,CA 92117	N/A	N/A	SCHOLARSHIP FOR BOOKS &	4,000
BOYS & GIRLS CLUB OF SAN DIEGO 4635 CLAIREMONT MESA BVLD SAN DIEGO,CA 92117	N/A	PC	ADMINISTRATIVE EXPENSES	6,500
<b>Total . . . . . ▶ 3a</b>				58,300

## TY 2015 Accounting Fees Schedule

**Name:** SPENSE REESE FOUNDATION

**EIN:** 51-0203269

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE - BOA	845			845

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

## TY 2015 Gain/Loss from Sale of Other Assets Schedule

**Name:** SPENSE REESE FOUNDATION

**EIN:** 51-0203269

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
151 POWERSH	2012-06		2016-01	PURCHASER	1,929	3,884			-1,955	
31 POWERSHA	2012-06		2016-04	PURCHASER	410	797			-387	
211 POWERSH	2012-06		2016-04	PURCHASER	2,891	5,427			-2,536	
95 POWERSHA	2014-11		2016-04	PURCHASER	1,302	1,969			-667	

## TY 2015 General Explanation Attachment

**Name:** SPENSE REESE FOUNDATION

**EIN:** 51-0203269

Identifier	Return Reference	Explanation
FEDERAL FOOTNOTE	PART VIII LIST OF OFFICERS AND DIRECTORS	THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N A AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR THE TIME SPENT BY THE TRUSTEE, RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES

# TY 2015 Investments Corporate Stock Schedule

**Name:** SPENSE REESE FOUNDATION

**EIN:** 51-0203269

Name of Stock	End of Year Book Value	End of Year Fair Market Value
464287507 ISHARES CORE S&P MID	5,882	7,729
464287614 ISHARES RUSSELL 1000		
464287655 ISHARES RUSSELL 2000	9,609	11,360
921943858 VANGUARD FTSE DEVELO	9,537	9,618
922042858 VANGUARD FTSE EMERGI	3,421	3,947
922908553 VANGUARD REIT ETF	16,435	20,294
466001864 IVY ASSET STRATEGY F		
714199106 PERMANENT PORTFOLIO		
72200Q182 PIMCO ALL ASSET ALL		
207543877 SMALL CAP GROWTH LEA	6,825	7,508
29099J109 EMERGING MARKETS STO	22,514	22,591
302993993 MID CAP VALUE CTF	7,963	7,904
303995997 SMALL CAP VALUE CTF	7,179	8,059
323991307 MID CAP GROWTH CTF	7,661	7,457
45399C107 DIVIDEND INCOME COMM	32,193	35,110
99Z466163 HIGH QUALITY CORE CO	12,232	13,386
99Z466197 INTERNATIONAL FOCUSE	37,139	40,442
73935S105 POWERSHARES DB COMMO	5,721	4,024
38145C646 GOLDMAN SACHS STRATE	25,618	22,800
693390841 PIMCO HIGH YIELD FD		
202671913 AGGREGATE BOND CTF	29,083	29,583
99Z501647 STRATEGIC GROWTH COM	30,004	34,312
464287200 ISHARES CORE S&P 500		
464287226 ISHARES CORE US AGGR	7,389	7,541
922908363 VANGUARD S&P 500 ETF	29,320	31,221
97717W851 WISDOMTREE JAPAN HED	5,756	5,096
97717X701 WISDOMTREE EUROPE HE	11,043	9,632
94987W737 WELLS FARGO ADVANTAG	14,555	15,237

**TY 2015 Other Decreases Schedule****Name:** SPENSE REESE FOUNDATION**EIN:** 51-0203269

<b>Description</b>	<b>Amount</b>
COMMON TRUST FUND TIMING ADJUSTMENT	4,474
COST BASIS ADJUSTMENT	38
NET ROUNDING ADJUSTMENT	2
ROC ADJ - PRIOR YEAR	276

## TY 2015 Other Expenses Schedule

**Name:** SPENSE REESE FOUNDATION

**EIN:** 51-0203269

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	6,563	6,563		0
OTHER ALLOCABLE EXPENSE-INCOME	63	63		0
STATE FILING FEE	10	0		10
PARTNERSHIP EXPENSES		105		0

## TY 2015 Other Income Schedule

**Name:** SPENSE REESE FOUNDATION

**EIN:** 51-0203269

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME		2	

**TY 2015 Other Increases Schedule**

**Name:** SPENSE REESE FOUNDATION

**EIN:** 51-0203269

Description	Amount
PARTNERSHIP BASIS ADJUSTMENT	3,736

# TY 2015 Taxes Schedule

**Name:** SPENSE REESE FOUNDATION

**EIN:** 51-0203269

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	256	256		0
EXCISE TAX - PRIOR YEAR	36	0		0
EXCISE TAX ESTIMATES	156	0		0
FOREIGN TAXES ON QUALIFIED FOR	14	14		0
FOREIGN TAXES ON NONQUALIFIED	4	4		0