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Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private FoundationDepartment of the Treasury
Internal Revenue Service

2015

Open to Public Inspection

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

For calendar year 2015 or tax year beginning

June 1

, 2015, and ending

May 31

, 2016

Name of foundation

Burch Family Foundation

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

784 Drifting Wind Run

City or town, state or province, country, and ZIP or foreign postal code

Dripping Springs TX 78620

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeH Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 8,072,369.17 (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual
 Other (specify) _____

A Employer identification number

95-3924403

B Telephone number (see instructions)

808-344-0367

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► **Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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1 Contributions, gifts, grants, etc., received (attach schedule)			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B			
3 Interest on savings and temporary cash investments	59.67	59.67	
4 Dividends and interest from securities	200,273.45	200,273.45	
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10	76,427.05		
b Gross sales price for all assets on line 6a	269,224.79		
7 Capital gain net income (from Part IV, line 2)		76,427.05	
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)	0.00		
11 Other income (attach schedule)			
12 Total. Add lines 1 through 11	276,760.17	276,760.17	0.00

13 Compensation of officers, directors, trustees, etc.			
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)			
c Other professional fees (attach schedule)			
17 Interest			
18 Taxes (attach schedule) (see instructions)	Schedule A	6,633.19	6,633.19
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (attach schedule)	Schedule A	65,603.00	65,603.00
24 Total operating and administrative expenses.			
Add lines 13 through 23		72,236.19	72,236.19
25 Contributions, gifts, grants paid	Schedule B	288,769.68	288,769.68
26 Total expenses and disbursements. Add lines 24 and 25		361,005.87	72,236.19
27 Subtract line 26 from line 12:			
a Excess of revenue over expenses and disbursements		(84,245.70)	
b Net investment income (if negative, enter -0-)			204,523.98
c Adjusted net income (if negative, enter -0-)			0.00

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

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	123,640 27	232,192.31	232,192.31
	2	Savings and temporary cash investments			
	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			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) Sch C	3,144,813.62	2,952,015.88	7,807,559.60
	c	Investments—corporate bonds (attach schedule) Sch D	119,133.90	119,133.90	32,617.26
	11	Investments—land, buildings, and equipment: basis ►			
		Less. accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ►			
		Less. accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,387,587.79	3,303,342.09	8,072,369.17
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0.00	0.00	
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 type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	3,387,587.79	3,303,342.09	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	3,387,587.79	3,303,342.09	
	31	Total liabilities and net assets/fund balances (see instructions)	3,387,587.79	3,303,342.09	

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	3,387,587.79
2	Enter amount from Part I, line 27a	2	(84,245.70)
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	3,303,342.09
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,303,342.09

Part IV Capital Gains and Losses for Tax on Investment Income

(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.)
1a Schedule E - Publicly Traded Securities				
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 269,224.79	0	192,797.74	76,427 05	
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) 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		
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	76,427.05
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	0

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 the 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	392,107.86	7,901,088.03	0.0496
2013	320,302.96	7,153,136.18	0.0448
2012	336,371.26	6,285,937.75	0.0535
2011	206,704.64	5,895,225.84	0.0351
2010	86,265.00	5,635,039.64	0.0153
2 Total of line 1, column (d)			2 0.1983
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 0.0397
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 7,786,969.44
5 Multiply line 4 by line 3			5 309,142.69
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,045.24
7 Add lines 5 and 6			7 311,187.93
8 Enter qualifying distributions from Part XII, line 4			8 288,769.68
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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary—see instructions)	1	4,090 48
Date of ruling or determination letter:				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	4,090 48
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,090 48
6	Credits/Payments:			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	2,400 00	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	2,400 00	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,690 48	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0 00	
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax ►	Refunded	► 11	0 00

Part VII-A Statements Regarding Activities

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	X	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1c Did the foundation file **Form 1120-POL** for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____

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

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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

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

Part VII-A Statements Regarding Activities (continued)

		Yes	No
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	X
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	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	X
14	The books are in care of ► Berkeley Burch Martinez Located at ► 785 Drifting Wind Run, Dripping Springs, TX	Telephone no. ► 808-344-0367 ZIP+4 ► 78620	
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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? (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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <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)? 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____	<input type="checkbox"/> Yes <input type="checkbox"/> No	
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? If "Yes," attach statement (see instructions)	<input type="checkbox"/> Yes <input 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? (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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?		
	Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		

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	(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	(e) Expense account, other allowances
Barry B Burch 1614 Halama Street, Kihei, HI 96753	Successor Trustee 4 hours	0		
Berkeley Burch Martinez 784 Drifting Wind Run, Dripping Springs, TX 78620	Successor Trustee 4 hours	0		

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

1	NONE	
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.

1	_____	
2	_____	
All other program-related investments See instructions		
3	_____	
Total. Add lines 1 through 3 ►		

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,599,599.83
b	Average of monthly cash balances	1b	305,952.90
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	7,905,552.73
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,905,552.73
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	118,583.29
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,786,969.44
6	Minimum investment return. Enter 5% of line 5	6	389,348.47

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	389,348.47
2a	Tax on investment income for 2015 from Part VI, line 5	2a	4,090.48
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	4,090.48
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	385,257.99
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	385,257.99
6	Deduction from distributable amount (see instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	385,257.99

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	288,769.68
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	288,769.68
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	288,769.68

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				385,257.99
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only				11,135.27
b Total for prior years: 20 ____,20 ____,20 ____				
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e		0.00		
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 288,769.68				
a Applied to 2014, but not more than line 2a				11,135.27
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				288,769.68
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (<i>If an amount appears in column (d), the same amount must be shown in column (a).</i>)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		0.00		
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions				0.00
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				107,623.28
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		0.00		
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

Part XIV 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 foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
b	0.00	0.00	0.00	0.00	0.00
c					0.00
d					0.00
e					0.00
	0.00	0.00	0.00	0.00	0.00
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 $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				
c	"Support" alternative test—enter:				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)				
(3)	Largest amount of support from an exempt organization				
(4)	Gross investment income				

Part XV Supplementary Information (Complete this part only if the foundation 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:

Berkeley Burch Martinez, 784 Drifting Wind Run, Dripping Springs, TX 78620

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

As long as application is in writing, no specific form of application or supporting material is required

c Any submission deadlines:

No fixed deadlines

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

No restrictions or limitations by geographical areas, charitable fields or other factors, preference given to educational institutions

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHEDULE B				288,769 68
Total			► 3a	288,769.68
b Approved for future payment				
NONE				
Total			► 3b	0 00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	59 67	
4 Dividends and interest from securities			14	200,273 45	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	76,427.05	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)	0 00		276,760 17	0 00	
13 Total. Add line 12, columns (b), (d), and (e)				13	276,760 17

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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SCHEDULE A

Part I
Line 18

Taxes

Foreign Taxes Paid - Teck Resources	\$116.45
Foreign Taxes Paid - Vale S A	37.50
U.S. Treasury - Estimated Tax Payment FYE 5/31/16	2,400.00
U.S. Treasury - FYE 5/31/15 Tax Due	2,379.24
U.S. Treasury	<u>1,700.00</u>
 Total Taxes	<u>\$6,633.19</u>

Part I
Line 23

Other Expenses

Bookkeeping Services	\$11,000.00
Investment Advisory Fees	54,113.00
Legal Fees	405.00
Attorney General - Annual Fee	75.00
Franchise Tax Board - Filing Fee	<u>10.00</u>
 Total Expenses	<u>\$65,603.00</u>

SCHEDULE B
GRANTS AND CONTRIBUTIONS

Part XV, Line 3(a)

Name & Address of Recipient	Relationship To Foundation Manager	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
A G Bell 3417 Volta Place, NW Washington, DC 20007	N/A	Public Charity	Unrestricted	\$3,000 00
American Enterprise Institute 1150 Seventeenth Street, NW Washington, DC 20036	N/A	Public Charity	Unrestricted	5,000.00
Austin Community Foundation 4315 Guadalupe Street, #300 Austin, TX 78751	N/A	Public Charity	Unrestricted	2,000 00
Boys & Girls Club of Maui 100 Kanaloa Avenue Hahului, HI 96732	N/A	Public Charity	Unrestricted	10,000.00
Camarillo Hospice 400 Rosewood Avenue, #102 Camarillo, CA 93010	N/A	Public Charity	Unrestricted	2,000 00
Carleton College One North College Street Northfield, MN 55057	N/A	Public Charity	Unrestricted	10,000 00
Cato Institute 1000 Massachusetts Avenue, NW Washington, D C 20001	N/A	Public Charity	Unrestricted	15,000 00
CSUF Center for Sport Performance 800 N State College Boulevard Fullerton, CA 92831	N/A	Public Charity	Unrestricted	10,000 00
Donor's Choose.Org 213 West 35th Street, 2nd Floor East New York, NY 10001	N/A	Public Charity	Unrestricted	24,769.68
Dripping Springs Helping Hands P O Box 804 Dripping Springs, TX 78620	N/A	Public Charity	Unrestricted	5,000.00

SCHEDULE B

GRANTS AND CONTRIBUTIONS

Name & Address of Recipient	Relationship To Foundation Manager	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Friends of Dripping Springs Library 501 Sportplex Drive Dripping Springs, TX 78620	N/A	Public Charity	Unrestricted	3,000 00
Habitat for Humanity P O Box 1594 San Marcos, TX 78667	N/A	Public Charity	Unrestricted	5,000 00
Harvard-Westlake School P.O Box 1037 N Hollywood, CA 91604-0037	N/A	Public Charity	Unrestricted	5,000 00
Ka Lima O Maui 95 Mahalani Street Wailuku, HI 96793	N/A	Public Charity	Unrestricted	5,000.00
Legacy Foundation 600 Fourth Street, #360 Sioux City, IA 51101-1750	N/A	Public Charity	Unrestricted	10,000.00
Listo America 1800 E. McFadden Avenue, #200A Santa Ana, CA 92705	N/A	Public Charity	Unrestricted	5,000 00
Maui Arts & Cultural Center One Cameron Way Kahalui, HI 96732	N/A	Public Charity	Unrestricted	5,000 00
Maui Food Bank 760 Kolu Street Wailuku, HI 96753	N/A	Public Charity	Unrestricted	10,000 00
My Stuff Bags Foundation 5347 Sterling Center Drive Westlake Village, CA 91361	N/A	Public Charity	Unrestricted	1,500 00
Northern Light School 3710 Dorisa Avenue Oakland, CA 94605	N/A	Public Charity	Unrestricted	10,000 00

SCHEDULE B

GRANTS AND CONTRIBUTIONS

Name & Address of Recipient	Relationship To Foundation Manager	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Paws Shelter & Humane Society 500 FM 150 East Kyle, TX 78640	N/A	Public Charity	Unrestricted	1,500.00
Pegasus School 19692 Lexington Lane Huntington Beach, CA 92646	N/A	Public Charity	Unrestricted	10,000.00
Seabury Hall 480 Olinda Road Makawao, HI 96768	N/A	Public Charity	Unrestricted	10,000.00
St John's Episcopal School 30382 Via Con Dios Rancho Santa Margarita, CA 92688	N/A	Public Charity	Unrestricted	500.00
Stanford University GSB 295 Galvez Street Stanford, CA 94305	N/A	Public Charity	Unrestricted	1,000.00
UC Berkeley-Burch Center For Tax Policy 2080 Addison Street, #4200 Berkeley, CA 94720	N/A	Public Charity	Unrestricted	100,000.00
Washington University One Brookings Drive St Louis, MO 63130	N/A	Public Charity	Unrestricted	7,500.00
Wimberly Valley Habitat for Humanity P O. Box 1205 Wimberley, TX 78676	N/A	Public Charity	Unrestricted	10,000.00
Without Regrets Foundation P.O Box 1586 Dripping Springs, TX 78620	N/A	Public Charity	Unrestricted	2,000.00
TOTAL				\$ 288,769.68

SCHEDULE C

INVESTMENTS IN STOCK

Part II
Line 10b

	<u>Book Value</u>	<u>Fair Market Value</u>
4,000 shares Abbott Laboratories	\$23,363.38	\$158,520.00
4,000 shares Abbvie	25,335.60	\$251,720.00
6,303 shares Baxalta, Inc.	18,155.14	285,084.69
5,831 shares Baxter Intl, Inc.	22,369.73	251,665.96
3,000 shares Darden Restaurants, Inc.	17,316.08	203,490.00
6,000 shares Dow Chemical Co.	148,664.00	308,160.00
5,312 shares Eli Lilly & Co.	69,875.90	398,559.36
1,171 shares Express Scripts Holdings Co.	6,043.03	88,469.05
8,000 shares General Mills, Inc.	92,819.26	502,240.00
3,000 shares Gilead Science	301,279.53	261,180.00
12,000 shares Johnson & Johnson	127,578.85	1,352,280.00
6,000 shares Merck & Co., Inc.	106,910.82	337,560.00
18,000 shares Microsoft Corp.	513,667.10	954,000.00
10,000 shares Old Dominion Freight Line	427,247.49	643,500.00
2,000 shares Pepsico, Inc.	68,830.00	202,340.00
25,180 shares Pfizer, Inc.	221,554.93	873,746.00
5,000 shares Teck Resources Ltd Class B	171,756.00	48,150.00
7,500 shares Vale S.A. Spons ADR	203,631.00	29,475.00
3,000 shares Ventas, Inc.	93,829.54	198,990.00
3,743 shares Wal-Mart Stores, Inc.	179,183.50	264,929.54
2,500 shares Walgreens Boots Alliance	<u>112,605.00</u>	<u>193,500.00</u>
TOTAL STOCKS	<u>\$2,952,015.88</u>	<u>\$7,807,559.60</u>

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SCHEDULE D

INVESTMENTS IN CORPORATE BONDS

Part II
Line 10c

	<u>Book Value</u>	<u>Fair Market Value</u>
Argentina Republic GDP, \$126,669, Due 12/15/35	\$59,566.95	\$3,800.07
Argentina Republic Par, \$126,669, Due 12/31/38	<u>59,566.95</u>	<u>28,817.19</u>
TOTAL BONDS	<u>\$119,133.90</u>	<u>\$32,617.26</u>

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SCHEDULE E

CAPITAL GAINS AND LOSSES

Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Gain or (Loss)
LONG TERM CAPITAL GAINS						
Baxalta, Inc. - Cash in Lieu of Fractions	P	7/31/84	5/27/16	38 89	0 00	38 89
Care Capital Properties - 750 shares	P	7/20/07	11/17/15	22,398 78	13,958 56	8,440 22
CVS Health Corp - 2,032 shares	P	7/31/84	8/18/15	219,539 83	1,428 52	218,111 31
Four Corners Property Trust - 1,000 shares	P	2/24/94	11/17/15	19,945 83	2,168 66	17,777 17
Thompson Creek Metals - 15,000 shares	P	11/18/09	8/18/15	7,301 46	175,242 00	-167,940 54
				269,224 79	192,797 74	76,427 05
TOTAL CAPITAL GAINS						
						\$76,427.05