EXTENDED TO FEBRUARY 15, 2017

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 separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning JUL 1, 2015 , and ending JUN 30, 2016

Name of foundation: CHARLES MORGAN CARRAWAY AND JOANNE M CARRAWAY CHARITABLE FOUNDATION

A Employer identification number: 20-1942780

Number and street (or P O box number if mail is not delivered to street address): 7950 WRENWOOD BLVD, UNIT B | Room/suite

B Telephone number: 812-882-7730

City or town, state or province, country, and ZIP or foreign postal code: BATON ROUGE, LA 70809

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 1,546,110.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received	94,828.		N/A	
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	24,179.	21,109.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	5,313.			
b Gross sales price for all assets on line 6a 708,292.				
7 Capital gain net income (from Part IV, line 2)		5,313.		
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)				
11 Other income				
12 **Total** Add lines 1 through 11	124,320.	26,422.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	90,000.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	3,650.	0.		0.
c Other professional fees STMT 3	19,260.	19,260.		0.
17 Interest				
18 Taxes STMT 4	26.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	30,015.	0.		0.
24 **Total operating and administrative expenses.** Add lines 13 through 23	142,951.	19,260.		0.
25 Contributions, gifts, grants paid	73,900.			73,900.
26 **Total expenses and disbursements.** Add lines 24 and 25	216,851.	19,260.		73,900.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<92,531.>			
b **Net investment income** (if negative, enter -0-)		7,162.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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CHARLES MORGAN CARRAWAY AND JOANNE M

 CARRAWAY CHARITABLE FOUNDATION 20-1942780

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	42,943.	39,536.	39,536.
	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			
	7 Other notes and loans receivable ▶ 35,000.			
	Less: allowance for doubtful accounts ▶ 0.	0.	35,000.	35,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	790,681.	670,712.	818,845.
	c Investments - corporate bonds STMT 7	654,041.	555,058.	557,901.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	0.	94,828.	94,828.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,487,665.	1,395,134.	1,546,110.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,487,665.	1,395,134.	
	30 **Total net assets or fund balances**	1,487,665.	1,395,134.	
	31 **Total liabilities and net assets/fund balances**	1,487,665.	1,395,134.	

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

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,487,665.
2 Enter amount from Part I, line 27a	2	<92,531.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,395,134.
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	1,395,134.

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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	SEE ATTACHED		VARIOUS	VARIOUS
b	SEE ATTACHED		VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	12,814.		13,538.	<724.>
b	688,925.		689,441.	<516.>
c	6,553.			6,553.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<724.>
b				<516.>
c				6,553.
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	5,313.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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	115,484.	1,791,739.	.064454
2013	95,750.	1,927,200.	.049683
2012	90,500.	1,899,643.	.047641
2011	117,364.	1,978,496.	.059320
2010	106,504.	2,212,478.	.048138

2	Total of line 1, column (d)	2	.269236
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	.053847
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,516,663.
5	Multiply line 4 by line 3	5	81,668.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	72.
7	Add lines 5 and 6	7	81,740.
8	Enter qualifying distributions from Part XII, line 4	8	73,900.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	143.
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	0.
3 Add lines 1 and 2			3	143.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	143.
6 Credits/Payments:				
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,080.		
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	1,080.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	937.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶		937. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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*	2		X
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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
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*	8b	X	
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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KEITH CARTER Telephone no. ▶ 812-234-7714

Located at ▶ 420 SOUTH 25TH STREET, TERRE HAUTE, IN ZIP+4 ▶ 47803

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 N/A

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

			Yes	No
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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	[ ] Yes [X] 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 [X] 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)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ [ ]			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A [ ] 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 [X] No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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 [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
FERRELL CARRAWAY 7950 WRENWOOD BLVD, UNIT B BATON ROUGE, LA 70809	TRUSTEE 15.00	30,000.	0.	0.
JANE GREEN 16418 CYPRESS COURT NORTHVILLE, MI 48168	TRUSTEE 15.00	30,000.	0.	0.
NANCY STUBBS 825 SOUTHWIND LANE BRANDON, MS 39047	TRUSTEE 15.00	30,000.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. 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
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,499,279.
b	Average of monthly cash balances	1b	40,480.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,539,759.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,539,759.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,096.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,516,663.
6	**Minimum investment return** Enter 5% of line 5	6	75,833.

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	75,833.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 143.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	143.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,690.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	75,690.
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	75,690.

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	73,900.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	73,900.
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	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	73,900.

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.

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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				75,690.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			64,376.	
b Total for prior years: ______ , ______ , ______		0.		
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.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 73,900.				
a Applied to 2014, but not more than line 2a			64,376.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				9,524.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				66,166.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0.			
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) N/A

1 a 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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

SEE STATEMENT 9

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
FIRST BAPTIST CHURCH OF FANNIN BRANDON, MS		RELIGIOUS CHARITY	VARIOUS RELIGIOUS PURPOSES	4,300.
FIRST UNITED METHODIST CHURCH BATON ROUGE, LA		RELIGIOUS CHARITY	VARIOUS RELIGIOUS PURPOSES	4,300.
LSU FOUNDATION BATON ROUGE, LA		EDUCATIONAL AND RESEARCH	GRADUATE STUDENT SCHOLARSHIP IN PETROLEUM ENGINEERING	60,000.
NORTHVILLE CHRISTIAN ASSEMBLY OF GOD NORTHVILLE, MI		RELIGIOUS CHARITY	VARIOUS RELIGIOUS PURPOSES	4,300.
DECATUR LAKE & MILL RACE ASSOCIATION, INC. BRODHEAD, WI		HISTORICAL	IMPROVEMENTS TO HISTORICAL MILL RACE	1,000.
Total			▶ 3a	73,900.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					24,179.
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					5,313.
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.		0.	29,492.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 29,492.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
4	FUNDS USED TO GIVE CONTRIBUTIONS TO ORGANIZATIONS IN NEED
8	FUNDS USED TO GIVE CONTRIBUTIONS TO ORGANIZATIONS IN NEED

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

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

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

James F. Carraway | 1-31-17 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
G. KEITH CARTER	G. KEITH CARTER	01/21/17		P00167731
Firm's name ▶ KEMPER CPA GROUP LLP			Firm's EIN ▶ 37-0818432	
Firm's address ▶ 802 OLD WHEATLAND ROAD VINCENNES, IN 47591-0297			Phone no. 812-882-7730	

523622 11-24-15

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
KEMPER CAPITAL MANAGEMENT	30,732.	6,553.	24,179.	21,109.	
TO PART I, LINE 4	30,732.	6,553.	24,179.	21,109.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	3,650.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	3,650.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	19,260.	19,260.		0.
TO FORM 990-PF, PG 1, LN 16C	19,260.	19,260.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	26.	0.		0.
TO FORM 990-PF, PG 1, LN 18	26.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY COMMITTEE FEES	30,000.	0.		0.
FILING FEE	15.	0.		0.
TO FORM 990-PF, PG 1, LN 23	30,015.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	670,712.	818,845.
TOTAL TO FORM 990-PF, PART II, LINE 10B	670,712.	818,845.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	555,058.	557,901.
TOTAL TO FORM 990-PF, PART II, LINE 10C	555,058.	557,901.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CMC OIL & GAS INC.	COST	94,828.	94,828.
TOTAL TO FORM 990-PF, PART II, LINE 13		94,828.	94,828.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 9
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KEITH CARTER
PO BOX 241
ROBINSON, IL 62454

TELEPHONE NUMBER

812-234-7714

FORM AND CONTENT OF APPLICATIONS

PREPRINTED APPLICATION FORM FROM THE FOUNDATION ALONG WITH A COPY OF THE ORGANIZATIONS DETERMINATION LETTER

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE ORGANIZATION MUST BE A 501(C)(3) ORGANIZATION.

CHARLES MORGAN CARRAWAY AND JOANNE M CARRAWAY CHARITABLE FOUNDATION
FID #. 20-1942780
FOR YEAR END 6/30/16
ATTACHMENT TO 990-PF

PAGE 2, PART II, LINE 10 INVESTMENTS-

DESCRIPTION	TYPE	BV AT BEG OF YEAR	END OF YEAR BOOK VALUE	END OF YEAR FAIR MKT VALUE
AQR TM EMERGING MULTI STYLE	STOCK	15,442.54	44,128.71	42,520.17
AQR TM INTERNATIONAL MULTI STYLE	STOCK	46,196.88	70,621.05	62,909.29
DFA EMERGING MRKTS CORE EQU	STOCK	74,062.97	72,926.48	60,062.52
DFA INTERNATIONAL VECTOR EQUITY	STOCK	112,669.27	79,758.58	71,166.18
DFA INT'L SMALL CAP VALUE	STOCK	-		
DFA INTERNATIONAL SMALL COMPANY	STOCK	-		
DFA T A US CORE EQUITY	STOCK	137,461.43	97,280.17	150,938.13
DFA TA WORLD EX US CORE	STOCK	62,426.11	61,684.41	57,831.67
DFA TAX MANAGED US MARKETWIDE	STOCK	77,449.89	73,063.07	126,631.49
DFA US VECTOR EQUITY PRTF INSTL	STOCK	119,752.10	130,513.36	181,280.99
DFA REAL ESTATE SEC PRTF INSTL	STOCK	41,611.42	40,736.01	65,505.01
DIMENSIONAL EMERGING MKTS VAL	STOCK	56,164.34		
DFA TAX MANAGED INTERNATIONAL VAL	STOCK	47,443.82		
TOTAL STOCK		790,680.77	670,711.84	818,845.45
DFA INV'T TWO YEAR GLOBAL	BOND	141,604.35	-	-
DFA SHORT-TERM MUNI BOND	BOND	313,481.12	-	-
DFA FIVE YEAR GLBL FIXED INC PRTF IN:	BOND	128,175.72	105,759.89	102,967.00
DFA INTERMEDIATE TERM MUNI BD	BOND	-	273,490.77	274,816.02
VANGUARD TOTAL INTERNTL BD	BOND	70,780.26	175,807.88	180,117.50
TOTAL CORP BONDS		654,041.45	555,058.54	557,900.52
TOTAL SECURITIES		1,444,722.22	1,225,770.38	1,376,745.97

CHARLES MORGAN CARRAWAY AND JOANNE M CARRAWAY CHARITABLE FOUNDATION
FID # 20-1942780
PAGE 3, PART IV, LINE 1a-b ATTACHMENT-

Term Code	Description	Sales Price	Cost Basis	Gain / Loss	Date Acquired	Date Sold
S	AQR TM EMERGING	106	112	(6)	VARIOUS	7/29/2015
S	AQR TM INTERNATIONAL	338	333	5	VARIOUS	7/29/2015
S	DFA INTERNATIONAL VECTOR	575	580	(5)	VARIOUS	7/29/2015
S	AQR TM EMERGING	101	116	(15)	VARIOUS	8/28/2015
S	AQR TM INTERNATIONAL	340	354	(14)	VARIOUS	8/28/2015
S	DFA INTERNATIONAL VECTOR	590	626	(36)	VARIOUS	8/28/2015
S	AQR TM EMERGING	101	123	(22)	VARIOUS	9/29/2015
S	AQR TM INTERNATIONAL	332	367	(36)	VARIOUS	9/29/2015
S	DFA INTERNATIONAL VECTOR	578	653	(75)	VARIOUS	9/29/2015
S	AQR TM EMERGING	100	110	(10)	VARIOUS	10/28/2015
S	AQR TM INTERNATIONAL	322	330	(8)	VARIOUS	10/28/2015
S	AQR TM EMERGING	100	113	(14)	VARIOUS	11/27/15
S	AQR TM INTERNATIONAL	328	337	(9)	VARIOUS	11/27/15
S	DFA INTERNATIONAL VECTOR	563	596	(33)	VARIOUS	11/27/15
S	AQR TM EMERGING	96	113	(17)	VARIOUS	12/30/15
S	AQR TM INTERNATIONAL	324	325	(1)	VARIOUS	12/30/15
S	DFA INTERNATIONAL VECTOR	561	571	(11)	VARIOUS	12/30/15
S	AQR TM EMERGING	91	85	6	VARIOUS	1/28/16
S	AQR TM INTERNATIONAL	322	394	(72)	VARIOUS	1/28/16
S	DFA INTERNATIONAL VECTOR	563	665	(102)	VARIOUS	1/28/16
S	AQR TM EMERGING	91	119	(28)	VARIOUS	2/26/16
S	AQR TM INTERNATIONAL	298	352	(54)	VARIOUS	2/26/16
S	DFA INTERNATIONAL VECTOR	533	627	(93)	VARIOUS	2/26/16
S	DFA TAX MANAGED INT'L	500	749	(249)	VARIOUS	5/3/16
S	DIMENSIONAL EMERGING MKTS	100	173	(73)	VARIOUS	5/3/16
S	DFA INTERMEDIATE TERM MUNI	2,381	2,150	231	VARIOUS	5/27/16
S	DFA INTERMEDIATE TERM MUNI	2,481	2,465	16	VARIOUS	6/29/2016
		12,814	**13,538**	**(724)**		
L	DFA TA WORLD EX US CORE	347	347	(0)	VARIOUS	6/29/2016
L	DFA TA WORLD EX US CORE	332	320	12	VARIOUS	7/29/2015
L	DFA T A US CORE EQUITY 2	1,635	934	701	VARIOUS	7/29/2015
L	DFA US VECTOR EQUITY	1,368	811	556	VARIOUS	7/29/2015
L	DFA SHORT-TERM MUNI	2,253	2,283	(31)	VARIOUS	7/29/2015
L	DFA TAX MANAGED US	1,010	535	475	VARIOUS	7/29/2015
L	DFA INV'T TWO YEAR GLOBAL	1,001	1,031	(30)	VARIOUS	7/29/2015
L	DFA REAL ESTATE SEC	307	208	99	VARIOUS	7/29/2015
L	DFA FIVE YEAR GLBL FIXED	888	943	(55)	VARIOUS	7/29/2015
L	DFA T A US CORE EQUITY 2	1,648	987	660	VARIOUS	8/28/2015
L	DFA US VECTOR EQUITY	1,376	856	520	VARIOUS	8/28/2015
L	DFA SHORT-TERM MUNI	2,410	2,446	(35)	VARIOUS	8/28/2015
L	DFA TAX MANAGED US	1,007	565	442	VARIOUS	8/28/2015
L	DFA INV'T TWO YEAR GLOBAL	1,072	1,104	(32)	VARIOUS	8/28/2015
L	DFA REAL ESTATE SEC	318	222	96	VARIOUS	8/28/2015
L	DFA FIVE YEAR GLBL FIXED	952	1,007	(56)	VARIOUS	8/28/2015

L	DFA T A US CORE EQUITY 2	1,650	1,047	603	VARIOUS	9/29/2015
L	DFA US VECTOR EQUITY	1,381	909	473	VARIOUS	9/29/2015
L	DFA SHORT-TERM MUNI	2,421	2,452	(31)	VARIOUS	9/29/2015
L	DFA TAX MANAGED US	1,011	602	409	VARIOUS	9/29/2015
L	DFA INV'T TWO YEAR GLOBAL	1,075	1,105	(30)	VARIOUS	9/29/2015
L	DFA REAL ESTATE SEC	326	231	95	VARIOUS	9/29/2015
L	DFA FIVE YEAR GLBL FIXED	959	1,009	(51)	VARIOUS	9/29/2015
L	DFA TA WORLD EX US CORE	319	321	(1)	VARIOUS	10/28/2015
L	DFA INTERNATIONAL VECTOR	548	576	(29)	VARIOUS	10/28/2015
L	DFA T A US CORE EQUITY 2	1,583	933	650	VARIOUS	10/28/15
L	DFA US VECTOR EQUITY	1,317	812	504	VARIOUS	10/28/15
L	DFA EMERGING MRKTS	317	396	(79)	VARIOUS	10/28/15
L	DFA SHORT-TERM MUNI	2,209	2,232	(24)	VARIOUS	10/28/15
L	DFA TAX MANAGED US	980	535	445	VARIOUS	10/28/15
L	DFA INV'T TWO YEAR GLOBAL	980	1,006	(26)	VARIOUS	10/28/15
L	DFA REAL ESTATE SEC	310	202	109	VARIOUS	10/28/15
L	DFA FIVE YEAR GLBL FIXED	876	918	(42)	VARIOUS	10/28/15
L	DFA INV'T TWO YEAR GLOBAL	13,258	13,643	(385)	VARIOUS	11/5/15
L	DFA T A US CORE EQUITY 2	1,656	954	702	VARIOUS	11/27/15
L	DFA US VECTOR EQUITY	1,382	827	555	VARIOUS	11/27/15
L	DFA EMERGING MRKTS	322	416	(93)	VARIOUS	11/27/15
L	DFA SHORT-TERM MUNI	2,274	2,303	(29)	VARIOUS	11/27/15
L	DFA TAX MANAGED US	1,019	548	471	VARIOUS	11/27/15
L	DFA INV'T TWO YEAR GLOBAL	908	935	(27)	VARIOUS	11/27/15
L	DFA REAL ESTATE SEC	319	210	108	VARIOUS	11/27/15
L	DFA FIVE YEAR GLBL FIXED	898	948	(50)	VARIOUS	11/27/15
L	DIMENSIONAL EMERGING MKTS	29,980	53,602	(23,622)	VARIOUS	12/14/15
L	DFA TA WORLD EX US CORE	326	326	(0)	VARIOUS	12/30/15
L	DFA T A US CORE EQUITY 2	1,613	953	660	VARIOUS	12/30/15
L	DFA US VECTOR EQUITY	1.330	854	476	VARIOUS	12/30/15
L	DFA SHORT-TERM MUNI	2,277	2,310	(33)	VARIOUS	12/31/15
L	DFA TAX MANAGED US	991	547	444	VARIOUS	12/30/15
L	DFA INV'T TWO YEAR GLOBAL	908	936	(28)	VARIOUS	12/30/15
L	DFA REAL ESTATE SEC	328	212	116	VARIOUS	12/30/15
L	DFA FIVE YEAR GLBL FIXED	898	962	(64)	VARIOUS	12/30/15
L	DFA T A US CORE EQUITY 2	1,595	1,052	543	VARIOUS	1/28/16
L	DFA US VECTOR EQUITY	1,296	942	354	VARIOUS	1/28/16
L	DFA SHORT-TERM MUNI	2,478	2,500	(22)	VARIOUS	1/28/16
L	DFA TAX MANAGED US	977	602	375	VARIOUS	1/28/16
L	DFA INV'T TWO YEAR GLOBAL	985	1.013	(27)	VARIOUS	1/28/16
L	DFA REAL ESTATE SEC	350	240	110	VARIOUS	1/28/16
L	DFA FIVE YEAR GLBL FIXED	979	1,038	(59)	VARIOUS	1/28/16
L	DFA T A US CORE EQUITY 2	1,571	993	577	VARIOUS	2/26/16
L	DFA US VECTOR EQUITY	1,277	891	387	VARIOUS	2/26/16
L	DFA EMERGING MRKTS	309	443	(134)	VARIOUS	2/26/16
L	DFA SHORT-TERM MUNI	2,399	2,413	(14)	VARIOUS	2/26/16
L	DFA TAX MANAGED US	955	570	386	VARIOUS	2/26/16
L	DFA INV'T TWO YEAR GLOBAL	952	976	(24)	VARIOUS	2/26/16
L	DFA REAL ESTATE SEC	328	220	107	VARIOUS	2/26/16
L	DFA FIVE YEAR GLBL FIXED	949	1,000	(50)	VARIOUS	2/26/16
L	DFA T A US CORE EQUITY 2	24,343	15,025	9,318	VARIOUS	3/9/16
L	AQR TM EMERGING	95	113	(18)	VARIOUS	3/30/16

L	AQR TM INTERNATIONAL	306	340	(34)	VARIOUS	3/30/16
L	DFA TA WORLD EX US CORE	323	327	(5)	VARIOUS	3/30/16
L	DFA INTERNATIONAL VECTOR	546	559	(13)	VARIOUS	3/30/16
L	DFA T A US CORE EQUITY 2	1,410	838	572	VARIOUS	3/30/16
L	DFA US VECTOR EQUITY	1,317	854	463	VARIOUS	3/30/16
L	DFA EMERGING MRKTS	323	362	(39)	VARIOUS	3/30/16
L	DFA SHORT-TERM MUNI	2,300	2,321	(22)	VARIOUS	3/30/16
L	DFA TAX MANAGED US	979	551	428	VARIOUS	3/30/16
L	DFA INV'T TWO YEAR GLOBAL	916	930	(14)	VARIOUS	3/30/16
L	DFA REAL ESTATE SEC	338	209	129	VARIOUS	3/30/16
L	DFA FIVE YEAR GLBL FIXED	916	940	(24)	VARIOUS	3/30/16
L	AQR TM EMERGING	96	111	(16)	VARIOUS	4/27/16
L	AQR TM INTERNATIONAL	308	336	(29)	VARIOUS	4/27/16
L	DFA TA WORLD EX US CORE	330	335	(5)	VARIOUS	4/27/16
L	DFA INTERNATIONAL VECTOR	559	592	(32)	VARIOUS	4/27/16
L	DFA T A US CORE EQUITY 2	1,428	831	597	VARIOUS	4/27/16
L	DFA US VECTOR EQUITY	1,341	845	496	VARIOUS	4/27/16
L	DFA EMERGING MRKTS	328	412	(84)	VARIOUS	4/27/16
L	DFA SHORT-TERM MUNI	2,261	2,281	(20)	VARIOUS	4/27/16
L	DFA TAX MANAGED US	998	542	456	VARIOUS	4/27/16
L	DFA INV'T TWO YEAR GLOBAL	899	924	(25)	VARIOUS	4/27/16
L	DFA REAL ESTATE SEC	335	211	124	VARIOUS	4/27/16
L	DFA FIVE YEAR GLBL FIXED	902	950	(48)	VARIOUS	4/27/16
L	DFA SHORT-TERM MUNI	290,416	292,466	(2,050)	VARIOUS	5/3/16
L	DFA TAX MANAGED INT'L	39,723	47,297	(7,574)	VARIOUS	5/3/16
L	DIMENSIONAL EMERGING MKTS	2,355	2,769	(414)	VARIOUS	5/3/16
L	DFA INV'T TWO YEAR GLOBAL	115,544	118,327	(2,783)	VARIOUS	5/3/16
L	DFA INTERNATIONAL VECTOR	26,540	28,746	(2,206)	VARIOUS	5/24/16
L	DFA T A US CORE EQUITY 2	29,485	17,616	11,869	VARIOUS	5/24/16
L	DFA FIVE YEAR GLBL FIXED	12,409	13,053	(644)	VARIOUS	5/24/16
L	AQR TM EMERGING	354	355	(0)	VARIOUS	5/27/16
L	AQR TM INTERNATIONAL	579	579	0	VARIOUS	5/27/16
L	DFA TA WORLD EX US CORE	359	373	(14)	VARIOUS	5/27/16
L	DFA INTERNATIONAL VECTOR	454	481	(28)	VARIOUS	5/27/16
L	DFA T A US CORE EQUITY 2	1,318	771	547	VARIOUS	5/27/16
L	DFA US VECTOR EQUITY	1,589	1,011	578	VARIOUS	5/27/16
L	DFA EMERGING MRKTS	347	456	(110)	VARIOUS	5/27/2016
L	DFA TAX MANAGED US MARKETWID	1,105	603	501	VARIOUS	5/27/2016
L	DFA REAL ESTATE SEC	372	233	139	VARIOUS	5/27/2016
L	DFA FIVE YEAR GLBL FIXED	887	931	(44)	VARIOUS	5/27/2016
L	AQR TM EMERGING	361	387	(26)	VARIOUS	6/29/2016
L	AQR TM INTERNATIONAL	536	619	(83)	VARIOUS	6/29/2016
L	DFA INTERNATIONAL VECTOR	428	428	(0)	VARIOUS	6/29/2016
L	DFA T A US CORE EQUITY 2	1,290	780	510	VARIOUS	6/29/2016
L	DFA US VECTOR EQUITY	1,545	1,021	524	VARIOUS	6/29/2016
L	DFA EMERGING MRKTS	359	360	(0)	VARIOUS	6/29/2016
L	DFA TAX MANAGED US MARKETWID	1,079	609	470	VARIOUS	6/29/2016
L	DFA REAL ESTATE SEC	397	237	160	VARIOUS	6/29/2016
L	DFA FIVE YEAR GLBL FIXED	928	928	(0)	VARIOUS	6/29/2016
		688,925	**689,441**	**(515)**		

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990* .

OMB No 1545-0047

2015

Name of the organization
CHARLES MORGAN CARRAWAY AND JOANNE M
CARRAWAY CHARITABLE FOUNDATION

Employer identification number
20-1942780

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II. See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
CHARLES MORGAN CARRAWAY AND JOANNE M CARRAWAY CHARITABLE FOUNDATION	20-1942780

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHARLES CARRAWAY ESTATE 7850 WRENWOOD BLVD., UNIT B BATON ROUGE, LA 70809	$ 94,828.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
CHARLES MORGAN CARRAWAY AND JOANNE M CARRAWAY CHARITABLE FOUNDATION	20-1942780

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	CMC OIL & GAS, INC. STOCK	$ 94,828.	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
CHARLES MORGAN CARRAWAY AND JOANNE M CARRAWAY CHARITABLE FOUNDATION	20-1942780

Part III *Exclusively* religious, charitable, etc , contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee