Form **990-PF** | **Return of Private Foundation** | OMB No 1545 0052

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

Department of the Treasury
Internal Revenue Service

2015

Open to Public Inspection

NP

For calendar year 2015 or tax year beginning 07/01 , 2015, and ending 06/30, 2016

Name of foundation: BRIGHAM FAMILY FOUNDATION

A Employer identification number: 45-2457442

Number and street (or P O box number if mail is not delivered to street address): FOUNDATION SOURCE 501 SILVERSIDE RD | Room/suite

B Telephone number (see instructions): (800) 839-1754

City or town state or province country and ZIP or foreign postal code: WILMINGTON, DE 19809-1377

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) ▶ $ 5,084,802

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) (see instructions))*

		(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 (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	371	371		
	4 Dividends and interest from securities	60,586	60,586		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	57,832			
	b Gross sales price for all assets on line 6a 1,062,479				
	7 Capital gain net income (from Part IV, line 2)		58,695		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 1	-30,127	-18,639		
	12 **Total** Add lines 1 through 11	88,662	101,013		
Operating and Administrative Expenses	13 Compensation of officers directors trustees etc	0			
	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) [2]	25,529	25,529		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)[3]	3,400			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	392,856	363,808		28,667
	24 **Total operating and administrative expenses** Add lines 13 through 23	421,785	389,337		28,667
	25 Contributions gifts grants paid	478,300			478,300
	26 **Total expenses and disbursements** Add lines 24 and 25	900,085	389,337		506,967
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-811,423			
	b **Net investment income** (if negative, enter 0)		0		
	c **Adjusted net income** (if negative enter 0)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	87,128.	128,500.	128,500.
	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)	52,207.		
	b Investments - corporate stock (attach schedule) ATCH 5	2,525,630.	2,285,452.	2,553,929.
	c Investments - corporate bonds (attach schedule) ATCH 6	707,946.	586,736.	593,898.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 7	1,763,944.	1,324,744.	1,808,475.
	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)	5,136,855.	4,325,432.	5,084,802.
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.	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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	5,136,855.	4,325,432.	
	30 **Total net assets or fund balances** (see instructions)	5,136,855.	4,325,432.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	5,136,855.	4,325,432.	

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	5,136,855.
2	Enter amount from Part I, line 27a	2	-811,423.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,325,432.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,325,432.

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 PART IV SCHEDULE			
b				
c				
d				
e				

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) 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	58,695.
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	523,955.	5,931,557.	0.088333
2013	548,665.	6,082,425.	0.090205
2012	169,929.	5,844,668.	0.029074
2011	98,082.	3,195,433.	0.030694
2010			

2	**Total** of line 1, column (d)	2	0.238306
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	0.047661
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	5,099,640.
5	Multiply line 4 by line 3	5	243,054.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	243,054.
8	Enter qualifying distributions from Part XII, line 4	8	506,967.

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 ▶ [X] and enter 1% of Part I, line 27b	1	0.
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	0.
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	0.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 3,500.		
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	3,500.
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	3,500.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 0. **Refunded** ▶	11	3,500.

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 ▶ $ ______ **(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*	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?	4b	X	
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) ▶ DE,			
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 ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754
Located at ▶ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377

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

			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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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)	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)*	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)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions). . . . ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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 ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(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
ATCH 8		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(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. . . . . . ▶

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	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	3,352,557.
b	Average of monthly cash balances	1b	117,170.
c	Fair market value of all other assets (see instructions)	1c	1,707,573.
d	**Total** (add lines 1a, b, and c)	1d	5,177,300.
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	5,177,300.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	77,660.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,099,640.
6	**Minimum investment return.** Enter 5% of line 5	6	254,982.

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	254,982.
2a	Tax on investment income for 2015 from Part VI, line 5 2a		
b	Income tax for 2015 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	254,982.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	254,982.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	254,982.

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	506,967.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	506,967.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	506,967.

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				254,982.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20 13 ,20 12 ,20 11				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013 67,897.				
e From 2014 232,789.				
f Total of lines 3a through e	300,686.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 506,967.				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				254,982.
e Remaining amount distributed out of corpus	251,985.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	552,671.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				
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	552,671.			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013 67,897.				
d Excess from 2014 232,789.				
e Excess from 2015 251,985.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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))

ATTACHMENT 9

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

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ [X] 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

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*				
ATCH 10				
Total . . . . . . ▶ **3a**				478,300.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

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	371.	
4 Dividends and interest from securities			14	60,586.	
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	525990	-863.	18	58,695.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 11		-16,178.		-13,949.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-17,041.		105,703.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 88,662.

(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). (See instructions.)

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

		Line	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		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

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

Signature of officer or trustee: [signature] Date: 4-26-17 Title: President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY D HASKELL	JEFFREY D HASKELL	04/20/2017		P01345770

Firm's name ▶ FOUNDATION SOURCE — Firm's EIN ▶ 510398347

Firm's address ▶ ONE HOLLOW LN, STE 212, LAKE SUCCESS, NY 11042 — Phone no 800-839-1754

Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
Publicly-traded Securities				$ 1,062,479	$ 964,450	$ 98,029
Passthrough K-1 Capital Gain/(Loss) - non UBI						$ (39,334)
Total included in Part IV				$ 1,062,479	$ 964,450	$ 58,695
Passthrough K-1 Capital Gain/(Loss) - UBI						$ (863)
Part I, Line 6a Total						$ 57,832

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS AT MLP FUND, LLC	16,637.	32,814.
K-1 INC/LOSS PERSEUS HOLDINGS USA, LLC	-51,453.	-51,453.
FEDERAL TAX REFUND	4,689.	
TOTALS	-30,127.	-18,639.

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT SERVICES	25,529.	25,529.
TOTALS	25,529.	25,529.

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
990-PF ESTIMATED TAX FOR 2016	700.
990-T EXTENSION FOR 2015	2,700.
TOTALS	3,400.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	28,642.		28,642.
BANK CHARGES	2.	2.	
K-1 EXP AT MLP FUND, LLC	19,622.	19,241.	
K-1 EXP PERSEUS HOLDINGS USA,	344,565.	344,565.	
STATE OR LOCAL FILING FEES	25.		25.
TOTALS	392,856.	363,808.	28,667.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ACADIA HEALTHCARE CO INC	3,357.	3,379.
AETNA INC	8,120.	23,937.
ALKERMES	3,305.	3,371.
ALLERGAN PLC	20,865.	17,794.
ALLIANCE DATA SYSTEM CORP	11,406.	16,065.
ALPHABET INC CL A	3,628.	7,739.
ALPHABET INC CL C	14,174.	21,455.
AMAZON COM	11,181.	25,762.
AMERICAN EXPRESS CO	13,015.	10,633.
AMERICAN TOWER REIT INC	3,047.	4,658.
AMERIPRISE FINANCIAL INC	3,094.	4,852.
AMERISOURCEBERGEN CORP	4,103.	6,742.
AMETEK INC	4,493.	6,010.
AMPHENOL CORPORATION	2,631.	4,644.
ANADARKO PETROLEUM CORP	15,323.	12,514.
ANSYS INC	3,180.	4,265.
APPLE INC	17,189.	20,363.
ASHLAND GLOBAL HOLDINGS	3,089.	3,443.
AUTOMATIC DATA PROCESSING INC	13,239.	22,049.
AUTONATION INC	2,912.	3,383.
AUTOZONE INC	6,674.	14,289.
BERRY PLASTICS GROUP INC	2,414.	5,517.
BLACKROCK INC	8,328.	12,331.
BOEING CO	6,297.	11,039.
BORG WARNER INC	3,403.	1,683.
BROWN FORMAN CORP CL B	3,341.	5,287.
CAPITAL ONE FINANCIAL CORP	10,423.	11,432.
CARDINAL HEALTH INC	4,060.	3,979.
CARDTRONICS INC	3,871.	5,335.

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CARTER'S INC	4,763.	5,430.
CHECK POINT SOFTWARE TECHNOLOG	3,964.	7,092.
CHURCH & DWIGHT	3,359.	6,688.
CIGNA	8,263.	7,679.
CISCO SYSTEMS INC	9,331.	14,202.
CITIGROUP INC	7,435.	8,266.
CITRIX SYSTEMS INC	2,117.	2,883.
COGNIZANT TECHNOLOGY SOLUTIONS	6,831.	12,020.
COLGATE-PALMOLIVE COMPANY	7,649.	8,784.
COMCAST CORP	12,901.	19,231.
CONCHO RESOURCES INC	2,876.	3,936.
CROWN HOLDINGS INC	2,895.	3,952.
CVS CAREMARK CORP	6,867.	14,361.
DANAHER CORP	9,211.	17,675.
DELAWARE US GROWTH	297,908.	294,772.
DELPHI AUTOMOTIVE PLC	4,192.	3,756.
DICK'S SPORTING GDS	3,114.	2,749.
DISCOVERY COMMUNICATIONS, INC	3,123.	2,862.
DOLLAR GENERAL CORP	7,463.	15,510.
DOLLAR TREE INC	5,027.	10,838.
EDWARDS LIFESCIENCES	3,035.	4,089.
EMC CORP	12,288.	13,585.
ENVISION HEALTHCAR COM USD0.01	5,297.	4,592.
EOG RESOURCES INC	6,692.	6,674.
EPAM SYSTEMS INC	3,448.	6,495.
EPOCH GLOBAL EQUITY SHAREHOLDE	133,995.	126,570.
EQT CORPORATION	3,709.	3,407.
EQUINIX, INC	3,876.	8,142.
EURONET WORLDWIDE INC	5,579.	5,328.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EXPRESS SCRIPTS HOLDING CO	9,858.	13,644.
F M C CP	3,058.	2,640.
FIDELITY NATIONAL INFORMATION	8,591.	16,062.
FISERV INC	9,572.	28,379.
FOOT LOCKER INC N.Y. COM	2,924.	4,773.
GAMESTOP CORP	1,687.	2,206.
GENERAL ELECTRIC CO	13,107.	18,888.
GLOBAL PAYMENTS INC	3,853.	5,282.
HANESBRANDS INC	2,885.	2,513.
HCA INC	5,627.	6,546.
HD SUPPLY HLDGS INC	4,569.	5,571.
HEALTHSOUTH CP	2,739.	4,853.
HOME DEPOT INC	11,136.	18,515.
HUBBELL CLASS B	3,249.	3,164.
HUMANA INC	1,638.	4,317.
IHS INC	3,033.	3,121.
INT'L FLAVORS & FRAGRANCES INC	3,669.	5,169.
INTERCONTINENTAL EXCHANGE, INC	2,761.	5,375.
JAZZ PHARMACEUTICALS INC	3,055.	2,968.
JOHNSON & JOHNSON	10,499.	16,376.
JONES LANG LASALLE	3,336.	3,118.
JP MORGAN CHASE	9,688.	15,535.
KANSAS CITY SOUTHERN	2,704.	3,153.
KINDER MORGAN INC	11,695.	10,390.
LIGAND PHARMACEUTICALS INCORPO	2,267.	2,385.
LKQ CORPORATION	3,532.	4,216.
MACY'S INC	15,274.	9,411.
MARRIOTT INTERNATIONAL INC. CL	3,376.	6,181.
MATTHEWS PACIFIC TIGER FUND I	98,380.	98,623.

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MCKESSON CORP	9,306.	9,333.
MEDIVATION, INC	4,634.	8,141.
MEDNAX, INC	3,883.	7,750.
MEDTRONIC PLC	20,392.	22,994.
MERCK & CO INC	8,816.	11,522.
MICROCHIP TECHNOLOGY INC	4,109.	6,751.
MICROSOFT CORP	12,863.	21,236.
MOHAWK INDS INC	2,211.	5,313.
MONSTER BEVERAGE CORP	3,956.	11,893.
NEXTERA ENERGY, INC	8,576.	10,432.
NXP SEMICONDUCTORS	3,810.	7,912.
O'REILLY AUTOMOTIVE INC	4,976.	5,422.
OAKMARK GLOBAL SELECT FUND CLA	125,000.	117,991.
OMNICOM GROUP	7,355.	8,556.
ORACLE CORP	12,750.	16,986.
PENTAIR INC. COM	3,594.	2,740.
PEPSICO INC	7,287.	10,594.
PRAXAIR INC	10,731.	11,239.
PRUDENTIAL FINCL INC	16,626.	13,555.
PRUDENTIAL HIGH YIELD FUND, IN	130,811.	131,554.
PTC INC	4,595.	4,059.
QUALCOMM INC	5,752.	4,553.
REXNORD CORP	2,820.	2,081.
ROPER INDUSTRIES	4,885.	7,505.
ROSS STORES, INC	4,050.	7,483.
SABRE CORPORATION	3,365.	3,563.
SBA COMMUNICATIONS	4,069.	6,476.
SEIX FLTG RATE HIGH INCOME FD	203,787.	196,473.
SIMON PPTY GROUP INC	8,041.	11,713.

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SKYWORKS SOLUTIONS, INC	1,796.	5,189.
SPROUTS FARMERS MARKET INC	3,742.	3,733.
STERICYCLE INC	4,590.	4,790.
STRYKER CORPORATION	6,867.	15,578.
T. ROWE PRICE ASSOCIATES	3,149.	3,649.
TD AMERITRADE HOLDING CORP	3,998.	3,532.
TE CONNECTIVITY LTD	4,770.	4,569.
TEAM HEALTH HOLDINGSINC COM	2,279.	2,603.
THERMO FISHER SCIENTIFIC INC	9,310.	10,343.
TJX COMPANIES INC	7,135.	11,198.
TRACTOR SUPPLY CO COM	2,521.	5,380.
TWEEDY BROWNE GLOBAL VALUE FUN	235,474.	219,471.
ULTA SALON, COSMETICS & FRAGRA	2,329.	3,655.
UNION PACIFIC	8,426.	9,598.
UNITED TECHNOLOGIES CORP	8,112.	10,768.
UNITEDHEALTH GROUP INC	6,803.	18,356.
UNIVERSAL HLTH SVC B	4,851.	7,107.
US BANCORP	11,614.	13,107.
V F CORP	4,983.	7,871.
VANTIV INC - CLASS A	3,906.	9,735.
VERIZON COMMUNICATIONS	13,410.	15,356.
VISA INC	6,283.	10,680.
VULCAN VALUE PARTNERS SMALL CA	212,062.	188,052.
WABTEC	2,778.	2,388.
WELLS FARGO & CO	8,647.	12,542.
WEX, INC	2,897.	3,635.
WHIRLPOOL CORP	4,538.	6,332.
TOTALS	2,285,452.	2,553,929.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BLACKROCK INC - 5.000% - 12/10	57,226.	56,084.
COMCAST CORP BOND - 3.125% - 0	51,785.	53,465.
EI DUPONT DE NEMOURS - 5.250%	54,971.	50,935.
GE CORP - 5.625% - 05/01/2018	56,116.	54,205.
GOLDMAN SACHS GROUP INC - 2.37	40,410.	40,538.
INTEL CORP NOTE - 3.300% - 10/	49,968.	54,207.
PEPSICO INC - 3.600% - 03/01/2	52,974.	54,941.
PFIZER INC NT - 3.400% - 05/15	53,618.	54,711.
PRAXAIR INC NT - 2.200% - 08/1	45,819.	51,115.
WAL MART STORES INC - 3.250% -	80,535.	81,135.
WELLS FARGO - 5.625% - 12/11/2	43,314.	42,562.
TOTALS	586,736.	593,898.

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AT MLP FUND, LLC	720,762.	755,412.
PERSEUS HOLDINGS USA, LLC	103,982.	500,500.
PRISMA SPECTRUM FUND LTD CLASS	500,000.	552,563.
TOTALS	1,324,744.	1,808,475.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY-TRADED SECURITIES						
1,062,479.		964,450.					98,029.	
		PASSTHROUGH K1 CAPITAL GAIN						
							-39,334.	
TOTAL GAIN(LOSS)							58,695.	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ANNE L BRIGHAM FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	VP / DIR 1.00	0.	0.	0.
BEN M BRIGHAM III FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	PRES / DIR / SEC 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 9

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

ANNE L BRIGHAM
BEN M BRIGHAM III

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ADVANCE ARKANSAS INSTITUTE 55 FONTENAY CIR LITTLE ROCK, AR 72223	N/A PC	FOR EDUCATIONAL WORK ON CONSTITUTIONAL REFORM	10,000
AMSCHWAND SARCOMA CANCER FOUNDATION 2726 BISSONNET HOUSTON, TX 77005	N/A PC	GENERAL & UNRESTRICTED	5,000
AYN RAND INSTITUTE THE CENTER FOR THE ADVANCEMENT 2121 ALTON PKWY STE 250 IRVINE, CA 92606	N/A PC	FREE BOOKS TO TEACHERS IN TEXAS PROGRAM	172,500.
BOY SCOUTS OF AMERICA 12500 N IH 35 AUSTIN, TX 78753	N/A PC	TOM WOOTEN SOCIETY INITIATIVE	10,000
CATO INSTITUTE 1000 MASSACHUSETTS AVE NW WASHINGTON, DC 20001	N/A PC	GENERAL & UNRESTRICTED	10,000
CENTER FOR FREEDOM AND PROSPERITY FOUNDATION PO BOX 10882 ALEXANDRIA, VA 22310	N/A PC	REVEAL GREEN EDUCATIONAL PROJECT	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMITTEE FOR A CONSTRUCTIVE TOMORROW PO BOX 65722 WASHINGTON, DC 20035	N/A PC	TO SUPPORT MARKETING EFFORTS FOR "CLIMATE HUSTLE"	10,000
COURT APPOINTED SPECIAL ADVOCATES OF TRAVIS COUNTY 7701 N LAMAR BLVD STE 301 AUSTIN, TX 78752	N/A PC	GENERAL & UNRESTRICTED	12,500
COURT APPOINTED SPECIAL ADVOCATES OF TRAVIS COUNTY 7701 N LAMAR BLVD STE 301 AUSTIN, TX 78752	N/A PC	IN SPONSORSHIP OF CASABLANCA PROGRAM	15,000
EANES EDUCATION FOUNDATION 601 CAMP CRAFT RD W LAKE HILLS, TX 78746	N/A PC	GENERAL & UNRESTRICTED	1,500
HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 20002	N/A PC	GENERAL & UNRESTRICTED	5,000
LEUKEMIA & LYMPHOMA SOCIETY - SOUTH CENTRAL TX CHA 9211 WATERFORD CENTRE BLVD AUSTIN, TX 78758	N/A PC	2016 WOMAN OF THE YEAR CAMPAIGN	300

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LEUKEMIA & LYMPHOMA SOCIETY - SOUTH CENTRAL TX CHA 9211 WATERFORD CENTRE BLVD AUSTIN, TX 78758	N/A PC	MATT MACKOWIAK'S MAN-OF-THE-YEAR CAMPAIGN	1,000
MOUNTAIN STATES LEGAL FOUNDATION 2596 S LEWIS WAY LAKEWOOD, CO 80227	N/A PC	GENERAL & UNRESTRICTED	10,000
NATIONAL FOOTBALL FOUNDATION AND COLLEGE HALL OF F 433 LAS COLINAS BLVD E STE 1130 IRVING, TX 75039	N/A PC	DKR SCHOLARSHIP FUND	2,000
PELOTONU 1304 W OLTORF ST AUSTIN, TX 78704	N/A PC	HIGHER EDUCATION REFORM PROJECT	1,000
RONALD MCDONALD HOUSE CHARITIES OF CENTRAL TEXAS I 1315 BARBARA JORDAN BLVD AUSTIN, TX 78723	N/A PC	GENERAL & UNRESTRICTED	1,500
SETON HEALTHCARE - SETON FUND OF THE DAUGHTERS OF 1201 W 38TH ST AUSTIN, TX 78705	N/A PC	THE SETON FUND FOR CONSTRUCTION AND EQUIPMENT FOR SETON'S NEW TEACHING HOSPITAL- DELL SETON MEDICAL CENTER AT THE UNIVERSITY OF TEXAS	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A PC	EDUCATION REFORM PROJECT	10,000
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A PC	FISCAL REFORM PROJECT	2,000
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A PC	IMMIGRATION REFORM PROJECT	2,000.
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A PC	PENSIONS PROJECT	1,000.
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A PC	2015 SPONSORSHIP OF THE CROSSROADS ENERGY AND CLIMATE POLICY SUMMIT	90,000
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A PC	2015 SUPPORT OF THE CENTER FOR TENTH AMENDMENT ACTION	80,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER AT H 7000 FANNIN ST, STE 1200 HOUSTON, TX 77030	N/A PC	ROSE BRIGHAM KLEPFER RESEARCH FUND	10,000.
UNIVERSITY OF TEXAS FOUNDATION PO BOX 250 AUSTIN, TX 78767	N/A PC	UT SYSTEM/CHANCELLOR'S COUNCIL FUND	2,500.
YOUNG LIFE - TX484 SMITHSON VALLEY 6301 FM 311 SPRING BRANCH, TX 78070	N/A PC	GENERAL & UNRESTRICTED	2,500
		TOTAL CONTRIBUTIONS PAID	478,300.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 11

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
K-1 INC/LOSS	525990	-16,178.	14	-18,638.	
FEDERAL TAX REFUND			01	4,689.	
TOTALS		-16,178.		-13,949.	