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EXTENDED TO MAY 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

THE SANDRIDGE FOUNDATION

A Employer identification number

58-6369441

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

457 MANOR RIDGE DRIVE, N.W.

B Telephone number

(404)355-8297

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

ATLANTA, GA 30305-3509

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) ▶$ 917,768.

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			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	29,483.	29,483.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-8,803.			
	b Gross sales price for all assets on line 6a 202,664.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	20,680.	29,483.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	6,376.	4,782.		1,594.
	c Other professional fees STMT 3	7,257.	7,257.		0.
	17 Interest				
	18 Taxes STMT 4	321.	321.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	190.	190.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	14,144.	12,550.		1,594.
	25 Contributions, gifts, grants paid	47,000.			47,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	61,144.	12,550.		48,594.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-40,464.			
	b **Net investment income** (if negative, enter -0-)		16,933.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	24,219.	26,248.	26,248.
	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 ▶			
	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			
	b Investments - corporate stock STMT 6	570,909.	538,932.	670,770.
	c Investments - corporate bonds STMT 7	200,903.	196,901.	196,595.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans STMT 8	28,427.	21,913.	24,155.
	13 Investments - other			
	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)	824,458.	783,994.	917,768.
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	824,458.	783,994.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	824,458.	783,994.	
	31 **Total liabilities and net assets/fund balances**	824,458.	783,994.	

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	824,458.
2	Enter amount from Part I, line 27a	2	-40,464.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	783,994.
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	783,994.

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				
b	SEE ATTACHED STATEMENT			
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	202,664.		211,467.	-8,803.

	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				-8,803.

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	-8,803.
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	50,723.	942,541.	.053815
2013	46,704.	931,586.	.050134
2012	41,859.	882,630.	.047425
2011	35,981.	838,771.	.042897
2010	24,374.	797,074.	.030579

2	**Total** of line 1, column (d)	2	.224850
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	.044970
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	894,068.
5	Multiply line 4 by line 3	5	40,206.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	169.
7	Add lines 5 and 6	7	40,375.
8	Enter qualifying distributions from Part XII, line 4	8	48,594.

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	169.
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	169.
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	169.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 1,247.		
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	1,247.
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	1,078.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 1,078. **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)? *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.*	1b		X
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) ▶ GA			
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

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 ▶ HUGH PETERSON, JR. Telephone no. ▶ 404-355-8297

Located at ▶ 457 MANOR RIDGE DRIVE, N.W., ATLANTA, GA ZIP+4 ▶ 30305

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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16		X

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

			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)*

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)?	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 ☒ 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?	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
SEE STATEMENT 9		0.	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
N/A	0.00	0.	0.	0.

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
N/A		0.

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	0.
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.

Form **990-PF** (2015)

523561
11-24-15

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	863,583.
b	Average of monthly cash balances		1b	44,100.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	907,683.
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	907,683.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	13,615.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	894,068.
6	**Minimum investment return.** Enter 5% of line 5		6	44,703.

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	44,703.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 169.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	169.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	44,534.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	44,534.
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	44,534.

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	48,594.
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	48,594.
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	169.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	48,425.

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				44,534.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
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 1,493.				
e From 2014 4,998.				
f **Total** of lines 3a through e	6,491.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 48,594.				
a Applied to 2014, but not more than line 2a			0.	
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				44,534.
e Remaining amount distributed out of corpus	4,060.			
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	10,551.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	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	10,551.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013 1,493.				
d Excess from 2014 4,998.				
e Excess from 2015 4,060.				

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).)

SEE STATEMENT 10

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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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*				
AILEY UNITED METHODIST CHURCH W. COLLEGE STREET AILEY, GA 30410	N/A	PUBLIC	RELIGIOUS	10,000.
BREWTON-PARKER COLLEGE US 280 @ 201 DAVID-ELIZA CIRCLE MOUNT VERNON, GA 30445	N/A	PUBLIC	GENERAL EDUCATIONAL FUND	10,000.
GEORGIA COLLEGE STATE UNIVERSITY FOUNDATION CAMPUS BOX 96 MILLEDGEVILLE, GA 31061	N/A	PUBLIC	ANNUAL CONTRIBITON FOR EDUCATIONAL SUPPORT	10,000.
PAUL ANDERSON YOUTH HOME 1603 MCINTOSH STREET VIDALIA, GA 30474	N/A	PUBLIC	CIVIC - GENERAL FUNDS	10,000.
THE SALVATION ARMY 1000 CENTER PLACE NORCROSS, GA 30093	N/A	PUBLIC	CIVIC - GENERAL FUNDS	4,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	47,000.
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			14	29,483.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-8,803.	
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.		20,680.	0.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	20,680.

(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).
	N/A

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

▶ [signature] 5/10/17 ▶ 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
STEPHEN BERMAN	Stephen M. Berman, CPA	5/5/17		P00031703

Firm's name ▶ STEPHEN M. BERMAN & ASSOC., L.L.C. | Firm's EIN ▶ 58-1540139

Firm's address ▶ 3475 LENOX ROAD, N.E., SUITE 950 ATLANTA 30326 | Phone no. 404-262-2181

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	GOVERNMENT NATIONAL MTG ASSN II - ROC	P	VARIOUS	VARIOUS
b	SUNTRUST (#7936980) - SEE STATEMENT A.7936980	P	VARIOUS	VARIOUS
c	LITIGATION SETTLEMENT	P	VARIOUS	VARIOUS
d	PIMCO EMERGING LOCAL BOND	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	6,514.		6,514.	0.
b	193,253.		204,817.	-11,564.
c	255.			255.
d			136.	-136.
e	2,642.			2,642.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				0.
b				-11,564.
c				255.
d				-136.
e				2,642.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	-8,803.
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 XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CENTER FOR THE VISUALLY IMPAIRED 739 WEST PEACHTREE STREET, NW ATLANTA, GA 30308	N/A	PUBLIC	GENERAL FUNDS FOR REHABILITATION SERVICES	1,000.
GOOD SAMARITAN HEALTH CENTER 1015 DONALD LEE HOLLOWELL PARKWAY ATLANTA, GA 30318	N/A	PUBLIC	GENERAL FUNDS FOR HEALTHCARE SERVICES	1,000.
REINHARDT COLLEGE 7300 REINHARDT COLLEGE CIRCLE WALESKA, GA 30183	N/A	PUBLIC	GENERAL EDUCATIONAL FUND	1,000.
Total from continuation sheets				3,000.

Combined Portfolio Detail

ASSET DESCRIPTION	NO OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCRUED INCOME	YIELD AT MARKET
Common Stocks								
ABBVIE INC	230.000	61.910	14,239 30	1.56	13,080 74	524	0.00	3 68
Acct 7938066	*230 000*	*61 910*	*14,239 30*	*1.56*	*13,080 74*	*524*	*0 00*	*3.68*
ALTRIA GROUP INC	323 000	68.960	22,274.08	2.44	4,969 62	729	182.50	3.28
Acct 7938066	*323.000*	*68 960*	*22,274.08*	*2.44*	*4,969 62*	*729*	*182.50*	*3.28*
AMERICAN ELEC PWR INC	87.000	70.090	6,097 83	0.67	3,285.13	194	0 00	3.20
Acct: 7938066	*87.000*	*70 090*	*6,097 83*	*0 67*	*3,285.13*	*194*	*0 00*	*3.20*
AT&T INC	577.000	43.210	24,932.17	2 73	16,014.44	1,107	0.00	4.44
Acct. 7938066	*577 000*	*43 210*	*24,932 17*	*2.73*	*16,014.44*	*1,107*	*0 00*	*4.44*
BANK OF AMERICA CORP	400.000	13 270	5,308 00	0 58	14,708 85	80	0 00	1 51
Acct· 7936980	*400.000*	*13.270*	*5,308 00*	*0 58*	*14,708.85*	*80*	*0 00*	*1.51*
BCE INC	396.000	47 310	18,734 76	2.05	17,213.34	858	214.69	4 58
Acct. 7938066	*396 000*	*47 310*	*18,734.76*	*2.05*	*17,213 34*	*858*	*214.69*	*4 58*
BP PLC SPONSORED AMERICAN DEPOSITORY RECEIPT	288.000	35 510	10,226 88	1.12	12,317.43	685	0.00	6 70
Acct: 7938066	*288 000*	*35 510*	*10,226 88*	*1.12*	*12,317.43*	*685*	*0 00*	*6.70*

THE SANDRIDGE FOUNDATION TRUST

Combined Statement

Combined Portfolio Detail

ASSET DESCRIPTION	NO OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCRUED INCOME	YIELD AT MARKET
Common Stocks *- continued*								
BRANDES INTERNATIONAL SMALL CAP EQUITY FUND	905.733	12.790	11,584.33	1.27	12,881.87	222	0.00	1.92
Acct· 7936980	*905.733*	*12 790*	*11,584 33*	*1.27*	*12,881.87*	*222*	*0.00*	*1.92*
CHEVRON CORPORATION	86.000	104 830	9,015.38	0.99	9,011.65	368	0.00	4.08
Acct: 7938066	*86.000*	*104.830*	*9,015 38*	*0.99*	*9,011.65*	*368*	*0.00*	*4.08*
COCA COLA CO	180 000	45.330	8,159 40	0.89	7,039.84	252	63.00	3.09
Acct: 7938066	*180.000*	*45.330*	*8,159.40*	*0.89*	*7,039.84*	*252*	*63.00*	*3.09*
CONSOLIDATED EDISON INC	72.000	80.440	5,791.68	0 64	4,791 85	192	0.00	3 33
Acct: 7938066	*72.000*	*80.440*	*5,791 68*	*0.64*	*4,791.85*	*192*	*0.00*	*3.33*
CROWN CASTLE INTL CORP REAL ESTATE INVESTMENT TRUST	51.000	101.430	5,172.93	0.57	4,593.72	180	0.00	3.49
Acct: 7938066	*51.000*	*101.430*	*5,172.93*	*0.57*	*4,593.72*	*180*	*0.00*	*3.49*
DFA INTERNATIONAL CORE EQUITY FUND	4,924.591	10.980	54,072.01	5.93	57,397.05	1,639	0.00	3.03
Acct: 7936980	*4,924 591*	*10 980*	*54,072.01*	*5 93*	*57,397.05*	*1,639*	*0.00*	*3.03*
DOMINION RESOURCES INC	129.000	77.930	10,052.97	1.10	6,302.40	361	0.00	3.59
Acct: 7938066	*129.000*	*77.930*	*10,052.97*	*1.10*	*6,302.40*	*361*	*0.00*	*3.59*
DUKE ENERGY CORP	200.000	85.790	17,158.00	1.88	11,336.03	660	0.00	3.85
Acct: 7938066	*200.000*	*85.790*	*17,158.00*	*1.88*	*11,336.03*	*660*	*0.00*	*3 85*
EATON VANCE ATLANTA CAPITAL SMID CAP FUND	1,054.625	27.680	29,192.02	3.20	19,252.18	0	0.00	0.00
Acct: 7936980	*1,054.625*	*27.680*	*29,192.02*	*3.20*	*19,252.18*	*0*	*0.00*	*0.00*
EXXONMOBIL CORP	194.000	93.740	18,185.56	1.99	13,521.94	582	0.00	3 20
Acct: 7938066	*194.000*	*93.740*	*18,185.56*	*1.99*	*13,521.94*	*582*	*0.00*	*3.20*
GENERAL MLS INC	131.000	71.320	9,342.92	1.02	6,876.34	251	0.00	2.69
Acct: 7938066	*131.000*	*71.320*	*9,342.92*	*1.02*	*6,876.34*	*251*	*0.00*	*2.69*
GLAXO SMITHKLINE SPONSORED AMERICAN DEPOSITORY RECEIPT	454.000	43.340	19,676.36	2.16	20,037.64	1,051	249.35	5.34
Acct: 7938066	*454.000*	*43.340*	*19,676.36*	*2.16*	*20,037.64*	*1,051*	*249.35*	*5.34*

Combined Portfolio Detail

ASSET DESCRIPTION	NO OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCRUED INCOME	YIELD AT MARKET
Common Stocks *- continued*								
JOHNSON & JOHNSON	93.000	121 300	11,280.90	1.24	5,019.14	297	0.00	2 64
Acct: 7938066	*93 000*	*121 300*	*11,280 90*	*1.24*	*5,019.14*	*297*	*0 00*	*2.64*
KIMBERLY CLARK CORP	94 000	137 480	12,923 12	1.42	4,714.75	345	86.48	2 68
Acct: 7938066	*94 000*	*137.480*	*12,923 12*	*1 42*	*4,714.75*	*345*	*86 48*	*2.68*
KRAFT HEINZ CO	114.000	88.480	10,086.72	1.11	5,254.42	262	65.55	2 60
Acct 7938066	*114 000*	*88.480*	*10,086 72*	*1 11*	*5,254.42*	*262*	*65 55*	*2 60*
MCDONALDS CORP	132.000	120.340	15,884 88	1.74	11,231 14	469	0 00	2.96
Acct: 7938066	*132.000*	*120.340*	*15,884.88*	*1.74*	*11,231 14*	*469*	*0 00*	*2.96*
MERCK & CO INC	327.000	57.610	18,838.47	2 07	13,218 69	601	150.42	3.19
Acct: 7938066	*327 000*	*57 610*	*18,838.47*	*2 07*	*13,218 69*	*601*	*150.42*	*3.19*
NATIONAL GRID PLC SPONSORED AMERICAN DEPOSITORY RECEIPT	282 000	74 330	20,961.06	2 30	14,483.00	887	0.00	4 23
Acct: 7938066	*282.000*	*74 330*	*20,961.06*	*2 30*	*14,483 00*	*887*	*0 00*	*4 23*
OMEGA HEALTHCARE INVS INC REAL ESTATE INVESTMENT TRUST	152.000	33.950	5,160 40	0.57	5,476 07	352	0.00	6 83
Acct: 7938066	*152 000*	*33 950*	*5,160.40*	*0.57*	*5,476.07*	*352*	*0.00*	*6.83*
OPPENHEIMER DEVELOPING MARKETS FUND	894.647	31.150	27,868 25	3 06	29,991 51	265	0 00	0 95
Acct: 7936980	*894 647*	*31 150*	*27,868 25*	*3.06*	*29,991.51*	*265*	*0 00*	*0 95*
PEPSICO INC	50.000	105 940	5,297.00	0.58	3,066.73	150	0 00	2.84
Acct: 7938066	*50 000*	*105 940*	*5,297 00*	*0 58*	*3,066.73*	*150*	*0.00*	*2 84*
PHILIP MORRIS INTERNATIONAL	209.000	101 720	21,259 48	2.33	13,696 40	852	213.18	4.01
Acct: 7938066	*209 000*	*101.720*	*21,259.48*	*2 33*	*13,696.40*	*852*	*213.18*	*4.01*
PPL CORPORATION	287.000	37 750	10,834.25	1 19	7,510 89	436	109.06	4.03
Acct: 7938066	*287.000*	*37 750*	*10,834 25*	*1.19*	*7,510 89*	*436*	*109 06*	*4.03*
PROCTER & GAMBLE CO	247 000	84 670	20,913.49	2.29	18,396 05	661	0.00	3.16
Acct: 7938066	*247.000*	*84 670*	*20,913.49*	*2.29*	*18,396.05*	*661*	*0 00*	*3 16*
REALTY INCOME CORP REAL ESTATE INVESTMENT TRUST	118 000	69.360	8,184.48	0.90	5,090.27	282	23.54	3.45

Combined Portfolio Detail

ASSET DESCRIPTION	NO OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCRUED INCOME	YIELD AT MARKET
***Common Stocks** - continued*								
Acct: 7938066	*118.000*	*69.360*	*8,184.48*	*0.90*	*5,090.27*	*282*	*23.54*	*3.45*
REYNOLDS AMERICAN INC	364.000	53.930	19,630.52	2.15	6,106.97	611	152.88	3 11
Acct: 7938066	*364.000*	*53.930*	*19,630.52*	*2.15*	*6,106.97*	*611*	*152 88*	*3.11*
SANOFI SPONSORED AMERICAN DEPOSITORY RECEIPT	319.000	41.850	13,350.15	1.46	13,669.60	358	0.00	2.69
Acct: 7938066	*319.000*	*41.850*	*13,350.15*	*1.46*	*13,669.60*	*358*	*0.00*	*2.69*
SOUTHERN COMPANY	306.000	53.630	16,410.78	1.80	11,953.04	685	0.00	4.18
Acct: 7938066	*306.000*	*53 630*	*16,410.78*	*1.80*	*11,953 04*	*685*	*0 00*	*4.18*
TOTAL SYSTEM SERVICES INC	300 000	53:110	15,933.00	1.75	(1) 0.00	120	30.00	0.75
Acct: 7936980	*300.000*	*53 110*	*15,933.00*	*1.75*	*0 00*	*120*	*30.00*	*0.75*
UNILEVER PLC SPONSORED AMERICAN DEPOSITORY RECEIPT	257.000	47.910	12,312 87	1.35	9,763.86	345	0.00	2.81
Acct: 7938066	*257.000*	*47.910*	*12,312.87*	*1.35*	*9,763.86*	*345*	*0.00*	*2.81*
VENTAS INC REAL ESTATE INVESTMENT TRUST	130.000	72.820	9,466.60	1.04	7,017.12	379	0.00	4.01
Acct: 7938066	*130.000*	*72 820*	*9,466 60*	*1.04*	*7,017.12*	*379*	*0.00*	*4.01*
VERIZON COMMUNICATIONS	409.000	55 840	22,838.56	2.50	15,726.94	924	0.00	4.05
Acct: 7938066	*409 000*	*55 840*	*22,838.56*	*2.50*	*15,726.94*	*924*	*0.00*	*4.05*
VODAFONE GROUP SPONSORED AMERICAN DEPOSITORY RECEIPT	571.000	30.890	17,638 19	1.93	22,616.66	925	636.07	5.25
Acct: 7938066	*571 000*	*30.890*	*17,638.19*	*1 93*	*22,616 66*	*925*	*636 07*	*5 25*
WELLTOWER INC REAL ESTATE INVESTMENT TRUST	121.000	76.170	9,216.57	1.01	6,121.99	416	0.00	4.52
Acct: 7938066	*121.000*	*76.170*	*9,216.57*	*1.01*	*6,121.99*	*416*	*0.00*	*4.52*
Total Common Stocks			(A) **$625,506.32**	**68.58%**	**$484,757.30**	**$20,577**	**$2,176.72**	**3.28%**
	Donated Shares (1)				**7,732.99** (1)			
Other					**492,490.29** (2)			
GOTHAM ABSOLUTE RETURN FUND	2,200.642	12.400	27,287.96	2.99	27,045.89	0	0.00	0 00

Combined Portfolio Detail

ASSET DESCRIPTION	NO OF SHARES/ PAR VALUE	UNIT PRICE	MARKET VALUE	PERCENT OF PORTFOLIO	TAX COST BASIS	ESTIMATED ANNUAL INCOME	ACCRUED INCOME	YIELD AT MARKET
***Other** - continued*								
Acct. 7936980	*2,200.642*	*12 400*	*27,287 96*	*2 99*	*27,045 89*	*0*	*0 00*	*0 00*
WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND	1,753.748	10 250	17,975.92	1 97	19,395.37	115	0 00	0 64
Acct: 7936980	*1,753.748*	*10 250*	*17,975 92*	*1.97*	*19,395.37*	*115*	*0.00*	*0 64*
Total Other			(A) **$45,263.88**	**4.96%**	**$46,441.26** (2)	**$115**	**$0.00**	**0.25%**

Cash

	sum of (A) Fair Market Value	sum of (2) Book Basis
Total Part II, Page 2, Line 10b	670,770.20	538,931.55

THE SANDRIDGE FOUNDATION
EIN: 58-6369441
FORM 990-PF - TAX YEAR ENDING 06/30/16

STATEMENT A-2

BONDS	6/30/2015 Book Basis	6/30/2016 Book Basis	6/30/2016 FMV
DOUBLELINE FDS TR TOTAL RETURN BD FD CL I	33,469.63	42,569.63	41,571.19
EATON VANCE MUT FDS TR FLTG-RT FD CL I		-	-
GOLDMAN SACHS TR LOCAL EMERGING MKTS DEBT FD CL I		-	-
ISHARES BARCLAYS 3-7 YEAR ETF		-	-
ISHARES TREASURY BOND ETF	42,320 38	52,407.90	54,316.80
OSTERWEIS STRATEGIC INCOME FUND	23,154.21		
PIMCO FDS EMERGING LOCAL BD FD INSTL CL	15,384.94		
PIMCO 1-5 YEAR US TIPS INDEX ETF	-	-	-
PIMCO FDS INVT GRADE CORP BD FD INSTL CL	38,636.09	49,683.74	49,248 16
PRINCIPAL FDS INC PFD SECS FD INSTL CL	28,373.27	28,611 73	27,514.81
VANGUARD MORTGAGE-BACKED SECURITIES INDEX FUND	19,564.89	23,627.32	23,944.07
WESTERN ASSET MORTGAGE BACKED SECURITIES FUND	-	-	-
SUBTOTAL	**200,903.41**	**196,900.32**	**196,595.03**

MORTGAGE & ASSET BACKED SECURITIES	6/30/2015 Book Basis	6/30/2016 Book Basis	6/30/2016 FMV
GNMA PL#003536M	5,338.69	3,638 89	2,808 28
GNMA PL#002535M	140.06	72 69	505.47
GNMA PL#003677M	3,593.95	2,981.00	2,684.86
GNMA PL#003187M	3,545.38	3,005.71	3,075.97
GNMA PL#003787M	6,387.56	5,429.94	5,286.93
GNMA PL#647289X	9,421 32	6,784 99	9,793.46
SUBTOTAL	**28,426.96**	**21,913.22**	**24,154.97**

GRAND TOTALS	**229,330.37**	**218,813.54**	**220,750.00**

The Sandridge Foundation (16065)
Schedule D - Capital Gains / (Losses)
Tax Year Ending 06/30/2016

Date Acquired	Date Sold	Description	Term	Qty.	Proceeds	Cost	Gain / (Loss)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	87.28	659.85	697.17	(37.32)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	5.89	44.49	55.73	(11.24)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	109 65	828.95	990.17	(161.22)
Various	12/08/15	KINDER MORGAN INC	1099	145	2,250.28	4,280 89	(2,030.61)
Various	12/21/15	WASATCH LONG / SHORT FUND	1099	275 48	3,382 92	4,000 00	(617.08)
Various	12/21/15	WASATCH LONG / SHORT FUND	1099	213.23	2,618.50	3,221.95	(603.45)
Various	08/26/15	CARE CAPITAL PROPERTIES INC REIT	1099	8	254.59	235.79	18.80
Various	08/26/15	CARE CAPITAL PROPERTIES INC REIT	1099	8 5	270.50	282.66	(12.16)
Various	08/26/15	CARE CAPITAL PROPERTIES INC REIT	1099	15.5	493.26	482.85	10.42
Various	08/31/15	CARE CAPITAL PROPERTIES INC REIT	1099	0 5	16 07	14.74	1.33
Various	09/25/15	KRAFT HEINZ CO.	1099	37	2,724 00	1,976.24	747.76
Various	12/08/15	KINDER MORGAN INC	1099	106	1,645 04	4,353.74	(2,708.70)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	5.86	44.27	56.27	(12.00)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	6.33	47 89	60.49	(12.60)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	5.56	42.00	52.11	(10.11)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	4.61	34.87	42 90	(8.03)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	295.08	2,230 82	2,664.28	(433.46)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	3 75	28 34	33 97	(5.63)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	4.44	33.58	38.68	(5.10)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	4 51	34.13	41.26	(7.13)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	4 56	34.46	42.11	(7.65)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	3.72	28.11	35.84	(7.73)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	3.59	27.16	33.91	(6.75)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	4.82	36.45	43 68	(7.23)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	4.11	31 03	39.28	(8.25)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	1,044.78	7,898.51	10,301.71	(2,403.20)
Various	07/24/15	PIMCO EMERGING LOCAL BOND	1099	1 77	13.38	16 97	(3.59)
Various	08/26/15	TOTAL SA SPONS ADR	1099	14	603.87	738.64	(134.77)
Various	08/26/15	TOTAL SA SPONS ADR	1099	80	3,450.66	4,780.79	(1,330.13)
Various	12/21/15	WASATCH LONG / SHORT FUND	1099	35.39	434.53	561.56	(127.03)
Various	12/21/15	WASATCH LONG / SHORT FUND	1099	952.38	11,695.24	16,000.00	(4,304.76)
Various	07/02/15	KRAFT FOODS GROUP INC	1099	158	2,607 00	-	2,607.00
Various	07/02/15	KRAFT FOODS GROUP INC	1099	72	1,188 00	-	1,188.00
Various	07/02/15	KRAFT FOODS GROUP INC	1099	69	1,138.50	-	1,138.50
Various	09/25/15	REYNOLDS AMERICAN INC	1099	103	4,356.10	2,185 59	2,170.51
Various	09/25/15	REYNOLDS AMERICAN INC	1099	38	1,607.10	811.11	795.99
Various	08/26/15	TOTAL SA SPONS ADR	1099	61	2,631.13	3,020 36	(389.23)
Various	08/26/15	TOTAL SA SPONS ADR	1099	34	1,466 53	1,751 22	(284.69)
Various	08/26/15	TOTAL SA SPONS ADR	1099	16	690.13	877.44	(187.31)
Various	08/26/15	TOTAL SA SPONS ADR	1099	6	258.80	322.80	(64.00)
Various	08/26/15	TOTAL SA SPONS ADR	1099	25	1,078.33	1,331 00	(252.67)
Various	08/26/15	TOTAL SA SPONS ADR	1099	53	2,286.06	2,592.68	(306.62)
Various	12/21/15	WASATCH LONG / SHORT FUND	1099	2,205.88	27,088.23	30,000.00	(2,911.77)
Various	12/21/15	WASATCH LONG / SHORT FUND	1099	758.15	9,310.08	10,000.00	(689.92)
Various	12/21/15	WASATCH LONG / SHORT FUND	1099	7.19	88.24	99 46	(11.22)
Various	01/12/16	HCP INC REIT	Stmt	223	8,259.77	8,275.86	(16.09)
Various	01/13/16	ROYAL DUTCH SHELL PLC SPONS ADR	Stmt	213	8,596.12	14,614.63	(6,018.51)
Various	02/08/16	MCDONALDS CORP	Stmt	35	4,265 38	3,546.42	718.96
Various	02/08/16	REYNOLDS AMERICAN INC	Stmt	89	4,266.45	1,606.93	2,659.52
Various	03/01/16	BP PLC SPONS ADR	Stmt	110	3,134 13	4,629 25	(1,495.12)
Various	03/11/16	POSTERWEIS STRATEGIC INC FD	Stmt	2,052.54	21,674.82	24,154 21	(2,479.39)
Various	03/18/16	GOTHAM ABSOLUTE RETURNS	Stmt	2,274.54	28,215 00	27,954 11	260.89
Various	04/19/16	ALTRIA GROUP INC	Stmt	33 00	2,051 24	915.14	1,136.10
Various	04/19/16	KRAFT HEINZ CO.	Stmt	41	3,172 94	2,129.66	1,043.28
Various	04/19/16	PHILIP MORRIS INTERNATIONAL	Stmt	31	3,111.71	2,823 35	288.36
Various	05/20/16	KRAFT HEINZ CO	Stmt	107	8,773.83	4,999 03	3,774.80
TOTAL					193,253.37	204,816.63	(11,563.26)

STATEMENT A.793698(

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
SUNTRUST NOMINEE,(DIVIDENDS	30,815.	2,642.	28,173.	28,173.	
SUNTRUST NOMINEE,(INTEREST)	1,310.	0.	1,310.	1,310.	
TO PART I, LINE 4	32,125.	2,642.	29,483.	29,483.	

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 FEES	6,376.	4,782.		1,594.
TO FORM 990-PF, PG 1, LN 16B	6,376.	4,782.		1,594.

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
MANAGEMENT FEES	7,257.	7,257.		0.
TO FORM 990-PF, PG 1, LN 16C	7,257.	7,257.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	321.	321.		0.
TO FORM 990-PF, PG 1, LN 18	321.	321.		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
ADR FEES	190.	190.		0.
TO FORM 990-PF, PG 1, LN 23	190.	190.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATEMENT A-1 (CORPORATE STOCK & OTHER)	531,199.	654,837.
TOTAL SYSTEMS SERVICES	7,733.	15,933.
TOTAL TO FORM 990-PF, PART II, LINE 10B	538,932.	670,770.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATEMENT A-2 (BONDS)	196,901.	196,595.
TOTAL TO FORM 990-PF, PART II, LINE 10C	196,901.	196,595.

FORM 990-PF MORTGAGE LOANS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATEMENT A-2 (MORTGAGE & ASSET BACKED SECURITIES	21,913.	24,155.
TOTAL TO FORM 990-PF, PART II, LINE 12	21,913.	24,155.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HUGH PETERSON, JR. 457 MANOR RIDGE DRIVE, N.W. ATLANTA, GA 30305	TRUSTEE; MEMBER, DIST COMM 1.00	0.	0.	0.
MARY JANE FINCHER PETERSON 457 MANOR RIDGE DRIVE, N.W. ATLANTA, GA 30305	MEMBER, DISTRIBUTION COMM 1.00	0.	0.	0.
HUGH PETERSON, III 457 MANOR RIDGE DRIVE, N.W. ATLANTA, GA 30305	MEMBER, DISTRIBUTION COMM 0.25	0.	0.	0.
WILLIAM FINCHER PETERSON 457 MANOR RIDGE DRIVE, N.W. ATLANTA, GA 30305	MEMBER, DISTRIBUTION COMM 0.25	0.	0.	0.
RICHARD RUSSELL PETERSON 457 MANOR RIDGE DRIVE, N.W. ATLANTA, GA 30305	MEMBER, DISTRIBUTION COMM 0.25	0.	0.	0.
PATIENCE EUNICE PETERSON 457 MANOR RIDGE DRIVE, N.W. ATLANTA, GA 30305	MEMBER, DISTRIBUTION COMM 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 10
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

HUGH PETERSON, JR.
MARY JANE FINCHER PETERSON