



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2015
Open to Public Inspection

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

Name of foundation SPELLER FOUNDATION		A Employer identification number 62-1360614
Number and street (or P O box number if mail is not delivered to street address) 405 OAKLEIGH HILL	Room/suite	B Telephone number (see instructions) (615) 370-8165
City or town, state or province, country, and ZIP or foreign postal code NASHVILLE, TN 372155802		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 269,386	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
1	Contributions, gifts, grants, etc , received (attach schedule)	109,000			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	8,299	8,299		
5a	Gross rents				
b	Net rental income or (loss) _____				
6a	Net gain or (loss) from sale of assets not on line 10	-6,221			
b	Gross sales price for all assets on line 6a 13,967				
7	Capital gain net income (from Part IV, line 2)				
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)	-1,155	47		
12	Total. Add lines 1 through 11	109,923	8,346		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule).				
b	Accounting fees (attach schedule).	3,188	3,188		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	1,114			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings.				
22	Printing and publications				
23	Other expenses (attach schedule).	1,019	1,019		
24	Total operating and administrative expenses. Add lines 13 through 23	5,321	4,207		0
25	Contributions, gifts, grants paid	57,965			57,965
26	Total expenses and disbursements. Add lines 24 and 25	63,286	4,207		57,965
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	46,637			
b	Net investment income (if negative, enter -0-)		4,139		
c	Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	6,098	2,831	2,831
	2 Savings and temporary cash investments	23,732	32,391	32,391
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	155,158	194,090	192,482
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	45,854	48,167	41,682
	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)	230,842	277,479	269,386	
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 ▶ _____)	2,587	2,587	
	23 Total liabilities (add lines 17 through 22)	2,587	2,587	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	291,643	291,643	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	-63,388	-16,751		
30 Total net assets or fund balances (see instructions)	228,255	274,892		
31 Total liabilities and net assets/fund balances (see instructions)	230,842	277,479		

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	228,255
2	Enter amount from Part I, line 27a	2	46,637
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	274,892
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	274,892

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 1,348		1,468	-120
b 12,285		18,720	-6,435
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			-120
b			-6,435
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	-6,221
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	

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

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

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

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

(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	21,284	240,179	0 088617
2013	37,858	178,819	0 211711
2012	35,975	166,957	0 215475
2011	40,262	151,548	0 265672
2010	38,469	159,493	0 241196

2	Total of line 1, column (d).	2	1 022671
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 204534
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	261,496
5	Multiply line 4 by line 3.	5	53,485
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	41
7	Add lines 5 and 6.	7	53,526
8	Enter qualifying distributions from Part XII, line 4.	8	57,965

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 main rows and sub-rows (a-d) for credits. Includes fields for exempt foundations, tax under section 511, tax based on investment income, and total tax due. Total amount owed is 515, with 150 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows (1a-10) regarding activities. Columns include question text, Yes/No checkboxes, and a Yes/No column. Questions cover political activities, unrelated business income, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14 The books are in care of ▶ JACOBS COHEN & ASSOCIATES PLLC Telephone no ▶ (615) 742-2525 Located at ▶ 401 CHURCH STREET SUITE 2500 NASHVILLE TN ZIP+4 ▶ 372192205			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>	15		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
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		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>).	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No **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? Yes No **6b** **No**

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DR LAWRENCE W SPELLER 405 OAKLEIGH HILL NASHVILLE, TN 372155802	TRUSTEE 0 25	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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

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

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

Part VIII

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	
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 N/A	
2	
All other program-related investments. See instructions	
3	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	215,156
b	Average of monthly cash balances.	1b	50,322
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	265,478
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	265,478
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,982
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	261,496
6	Minimum investment return. Enter 5% of line 5.	6	13,075

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	13,075
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	41
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	41
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	13,034
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	13,034
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	13,034

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	57,965
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	57,965
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	41
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	57,924

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				13,034
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				30,798
b From 2011.				32,983
c From 2012.				27,763
d From 2013.				29,082
e From 2014.				9,829
f Total of lines 3a through e.	130,455			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 57,965				
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.				13,034
e Remaining amount distributed out of corpus	44,931			
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	175,386			
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 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				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).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	30,798			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	144,588			
10 Analysis of line 9				
a Excess from 2011.				32,983
b Excess from 2012.				27,763
c Excess from 2013.				29,082
d Excess from 2014.				9,829
e Excess from 2015.				44,931

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling.

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

Table with 5 columns: Tax year (a) 2015, (b) 2014, (c) 2013, (d) 2012, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, Amounts included in line 2c not used directly for active conduct of exempt activities, Qualifying distributions made directly for active conduct of exempt activities, and alternative tests (Assets, Endowment, Support, Gross investment income).

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers: a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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

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. DR LAWRENCE W SPELLER, 405 OAKLEIGH HILL, NASHVILLE, TN 37215, (615) 370-8165

b The form in which applications should be submitted and information and materials they should include. WRITTEN APPLICATION REQUESTING FUNDS

c Any submission deadlines. NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors. NONE

Part XV Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Additional Data Table</p>				
<p>Total ▶ 3a</p>				57,965
<p>b <i>Approved for future payment</i></p>				
<p>Total ▶ 3b</p>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (including CHENIERE ENERGY PARTNERS, LP and WILLIAMS PARTNERS LP), 12 Subtotal, 13 Total.

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

Table with 2 columns: 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).

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ABE'S GARDEN 115 WOODMONT BLVD NASHVILLE,TN 37205	NONE		GENERAL USE	50
CONGREGATION SHAARE EMETH 11645 LADUE ROAD ST LOUIS,MO 63141	NONE		GENERAL USE	2,135
GILDA'S CLUB 1707 DIVISION ST NASHVILLE,TN 37203	NONE		GENERAL USE	100
INTERFAITH DENTAL 1721 PATTERSON ST NASHVILLE,TN 37203	NONE		GENERAL USE	750
JEWISH FEDERATION OF GREATER CHARLOTTE 5007 PROVIDENCE ROAD SUITE 101 CHARLOTTE,NC 28226	NONE		GENERAL USE	1,000
JEWISH FEDERATION OF NASHVILLE 801 PERCY WARNER BLVD SUITE 101 NASHVILLE,TN 37205	NONE		GENERAL USE	37,000
MICDS 101 N WARSON RD ST LOUIS,MO 63124	NONE		GENERAL USE	1,000
NATIONAL COUNCIL OF JEWISH WOMEN 801 PERCY WARNER BLVD NASHVILLE,TN 37205	NONE		GENERAL USE	125
NORWOOD SCHOOL 8821 RIVER RD BETHESDA,MD 20817	NONE		GENERAL USE	1,000
RONALD MCDONALD HOUSE CHARITIES OF NASHVILLE TENNESSEE INC 2144 FAIRFAX AVENUE NASHVILLE,TN 37212	NONE		GENERAL USE	2,000
THE JEWISH TEMPLE CONGREGATION OHABAI SHOLOM 5015 HARDING ROAD NASHVILLE,TN 37205	NONE		GENERAL USE	4,285
THE OBSERVER 801 PERCY WARNER BLVD SUITE 101 NASHVILLE,TN 37205	NONE		GENERAL USE	100
UNIVERSITY SCHOOL OF NASHVILLE 2000 EDGEHILL AVENUE NASHVILLE,TN 37212	NONE		GENERAL USE	1,000
VANDERBILT HILLEL 2421 VANDERBILT PL NASHVILLE,TN 37212	NONE		GENERAL USE	150
WEST END SYNAGOGUE 3814 WEST END AVENUE NASHVILLE,TN 37205	NONE		GENERAL USE	7,270
Total			▶ 3a	57,965

TY 2015 Accounting Fees Schedule**Name:** SPELLER FOUNDATION**EIN:** 62-1360614

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JACOBS, COHEN & ASSOCIATES, PLLC	3,188	3,188		

TY 2015 Investments Corporate Bonds Schedule

Name: SPELLER FOUNDATION

EIN: 62-1360614

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 GMAC SMARTNOTES 7% 11/15/24		

TY 2015 Investments Corporate Stock Schedule**Name:** SPELLER FOUNDATION**EIN:** 62-1360614

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBVIE INC 60 SHS	3,300	3,715
ALTRIA GROUP INC 62 SHS	3,965	4,276
AMGEN INC 27 SHS	3,219	4,108
APOLLO GLOBAL MGMT LLC CL A 190 SHS	4,510	2,879
APPLE INC 50 SHS	5,748	4,780
ARES CAPITAL CORP 307 SHS	5,625	4,359
AUTOMATIC DATA PROCESSING 41 SHS	2,856	3,767
BAXTER INTL INC 43 SHS		
BB&T CORP 76 SHS	2,964	2,706
BLACKSTONE GROUP LP 150 SHS	4,545	3,681
CHENIERE ENERGY PARTNERS LP 145 SHS	3,598	4,347
CHEVRON CORPORATION 25 SHS	3,214	2,621
CHEVRON CORPORATION 50 SHS	3,863	5,242
CONOCO PHILLIPS 38 SHS		
CVS HEALTH CORPORATION 35 SHS	3,304	3,351
EMERSON ELECTRIC 49 SHS	3,291	2,556
EXXON MOBIL CORP 35 SHS	3,133	3,281
FACEBOOK INC 50 SHS	4,663	5,714
GENERAL ELECTRIC 126 SHS	3,298	3,966
GENERAL MOTORS CO 36 WTS EXP 7/10/16		
GENERAL MOTORS CO 36 WTS EXP 7/10/19		
GILEAD SCIENCES INC 50 SHS	5,456	4,171
GOLAR LNG LTD 80 SHS	4,700	1,240
HARLEY DAVIDSON INC 50 SHS	2,922	2,265
HASBRO INC 51 SHS	2,747	4,283
HAWAIIAN ELEC INDS INC 195 SHS	4,844	6,394
HOME DEPOT 32 SHS	3,229	4,086
ILLINOIS TOOL WORKS INC 38 SHS	3,260	3,958
INTEL CORP 105 SHS	3,280	3,444
ISHARES INTL SELECT ETF 255 SHS	9,965	7,301

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON AND JOHNSON 31 SHS	3,265	3,760
JPMORGAN CHASE AND CO 59 SHS	3,262	3,666
KROGER COMPANY 50 SHS	1,850	1,840
LEXINGTON REALTY TRUST REIT 500 SHS	5,127	5,055
LIBERTY PROPERTY TRUST REIT 88 SHS	3,301	3,495
LYONDELLBASELL IND AF SCA 33 SHS	3,255	2,456
MICROSOFT CORP 79 SHS	3,279	4,042
NORFOLK SOUTHERN CORP 32 SHS		
PHILIP MORRIS INTL INC 38 SHS	3,233	3,865
PHILLIPS 66 40 SHS	3,156	3,174
PINNACLE FINANCIAL PARTNERS INC 100	4,946	4,885
PJP PARTNERS INC 3 SHS	11	69
PROCTOR & GAMBLE CO 32 SHS	2,405	2,709
QUALCOMM INC 41 SHS		
SKYWORKS SOLUTIONS INC 50 SHS	4,574	3,164
STARWOOD PROPERTY TR INC 205 SHS	4,796	4,248
STRYKER CORP 39 SHS	3,263	4,673
TARGET CORP 55 SHS	3,294	3,840
TRACTOR SUPPLY COMPANY 100 SHS	8,819	9,118
UBS AG JERSEY BRH ETN 76 SHS		
UNITED PARCEL SERVICE-B 32 SHS	3,281	3,447
UNITED TECHNOLOGIES CORP 28 SHS	3,197	2,871
VERIZON COMMUNICATIONS 100 SHS	4,913	5,584
VERIZON COMMUNICATIONS 54 SHS	2,431	3,015
WELLTOWER INC 85 SHS	5,035	6,474
WILLIAMS COMPANIES INC 57 SHS		
WILLIAMS COMPANIES INC 85 SHS	4,894	1,839
WILLIAMS PARTNERS LP 78 SHS	3,004	2,702

TY 2015 Investments - Other Schedule**Name:** SPELLER FOUNDATION**EIN:** 62-1360614

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ANGEL OAK MULTI STR INC 799.421 SHS	FMV	9,732	8,810
MAINGATE MLP FD CL I 674.074 SHS	FMV	9,442	6,539
MAINSTAY UNCONSTR BND FD 982.063 SHS	FMV	9,266	8,387
NUVEEN STRATEGIC INC FD 822.429 SHS	FMV	9,459	8,644
PRINCIPAL GLOBAL DIVERSI 691.073 SHS	FMV	10,268	9,302

TY 2015 Other Expenses Schedule**Name:** SPELLER FOUNDATION**EIN:** 62-1360614

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT ADVISOR FEES	1,002	1,002		
MISCELLANEOUS	17	17		

TY 2015 Other Income Schedule**Name:** SPELLER FOUNDATION**EIN:** 62-1360614

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
APOLLO GLOBAL MANAGEMENT, LLC	8	8	
THE BLACKSTONE GROUP L P	24	24	
CASH IN LIEU	16	16	
WILLIAMS PARTNERS LP	-1	-1	
CHENIERE ENERGY PARTNERS, LP	-538		
WILLIAMS PARTNERS LP	-664		

TY 2015 Other Liabilities Schedule**Name:** SPELLER FOUNDATION**EIN:** 62-1360614

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO TRUSTEE	2,587	2,587

TY 2015 Taxes Schedule**Name:** SPELLER FOUNDATION**EIN:** 62-1360614

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX ON INVESTMENT INCOME	1,114			

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2015

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

Name of the organization SPELLER FOUNDATION

Employer identification number

62-1360614

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- 501(c)() (enter number) organization
4947(a)(1) nonexempt charitable trust not treated as a private foundation
527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
4947(a)(1) nonexempt charitable trust treated as a private foundation
501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc , purpose Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc , contributions totaling \$5,000 or more during the year \$

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

Name of organization SPELLER FOUNDATION	Employer identification number 62-1360614
---	---

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SADYE SPELLER TRUST UW 150 4TH AVENUE NORTH 9TH FLOOR NASHVILLE, TN 37219	\$ 109,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
SPELLER FOUNDATION

Employer identification number

62-1360614

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

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

Name of organization
SPELLER FOUNDATION

Employer identification number

62-1360614

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4 _____ _____ --	Relationship of transferor to transferee _____ _____ _____	
-	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4 _____ _____ --	Relationship of transferor to transferee _____ _____ _____	
-	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4 _____ _____ --	Relationship of transferor to transferee _____ _____ _____	
-	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4 _____ _____ --	Relationship of transferor to transferee _____ _____ _____	