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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

# Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2015**

Open to Public Inspection

For calendar year 2015 or tax year beginning 8/1/2015, and ending 7/31/2016

Name of foundation <b>MANOTA E SIMON FOUNDATION</b>			A Employer identification number <b>36-3990765</b>	
Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041</b>			B Telephone number (see instructions) <b>(888) 730-4933</b>	
City or town <b>Winston Salem</b>		State <b>NC</b>	ZIP code <b>27101-3818</b>	
Foreign country name		Foreign province/state/county		Foreign postal code
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				
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				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 2,322,088</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
line 16) <b>\$ 2,322,088</b>		(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
	3 Dividends and interest from securities	50,517	49,542		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	27,237			
	b Gross sales price for all assets on line 6a <b>764,722</b>				
	7 Capital gain net income (from Part IV, line 2)		27,237		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	22	22		
	12 Total. Add lines 1 through 11	77,776	76,801	0	
	13 Compensation of officers, directors, trustees, etc	33,479	25,109		8,370
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,121			1,121
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,559	975		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	133	43		
	24 Total operating and administrative expenses. Add lines 13 through 23	38,292	26,127	0	9,491
	25 Contributions, gifts, grants paid	117,000			117,000
	26 Total expenses and disbursements. Add lines 24 and 25	155,292	26,127	0	126,491
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-77,516			
	b Net investment income (if negative, enter -0-)		50,674		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2015)

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	67,798	78,186	78,186
	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)	539,220		
	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)	1,304,190	1,758,718	2,243,902
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,911,208	1,836,904	2,322,088	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ )			
23 <b>Total liabilities</b> (add lines 17 through 22)	0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds	1,911,208	1,836,904	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 <b>Total net assets or fund balances</b> (see instructions)	1,911,208	1,836,904		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	1,911,208	1,836,904		

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

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,911,208
2 Enter amount from Part I, line 27a	2	-77,516
3 Other increases not included in line 2 (itemize) ▶ Partnership Income Adjustment	3	3,250
4 Add lines 1, 2, and 3	4	1,836,942
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	38
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,836,904

**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.)
<b>1a</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }			<b>2</b>	27,237
<b>3</b> 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 }			<b>3</b>	0

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(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	119,045	2,502,290	0.047574
2013	105,181	2,426,658	0.043344
2012	114,246	2,245,337	0.050881
2011	104,596	2,122,905	0.049270
2010	104,542	2,182,948	0.047890
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.238959
<b>3</b> 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			<b>3</b> 0.047792
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			<b>4</b> 2,290,716
<b>5</b> Multiply line 4 by line 3			<b>5</b> 109,478
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 507
<b>7</b> Add lines 5 and 6			<b>7</b> 109,985
<b>8</b> Enter qualifying distributions from Part XII, line 4 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			<b>8</b> 126,491

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>		507
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>		0
<b>3</b>	Add lines 1 and 2	<b>3</b>		507
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>		507
<b>6</b>	<b>Credits/Payments</b>			
<b>a</b>	2015 estimated tax payments and 2014 overpayment credited to 2015	<b>6a</b>	2,377	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>		2,377
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>		0
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>		1,870
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2016 estimated tax</b> <b>507</b> <b>Refunded</b>	<b>11</b>		1,363

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i>		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> 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?	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>NE</b>		
<b>b</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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

**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		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 ► WELLS FARGO BANK N.A. Telephone no ► 888-730-4933			
Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818				
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	
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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? <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 <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	3b	N/A
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)? ☐ Yes ☒ No
- 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) N/A
- 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
- 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

5b	N/A	
6b		X
7b	N/A	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	Trustee SEE ATTACHED	33,479		

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

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

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

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** (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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,242,227
<b>b</b>	Average of monthly cash balances	<b>1b</b>	83,373
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	2,325,600
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,325,600
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	34,884
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,290,716
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	114,536

**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.)

<b>1</b>	Minimum investment return from Part X, line 6		<b>1</b>	114,536
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	507	
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI)	<b>2b</b>		
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	507	
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	114,029	
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>		
<b>5</b>	Add lines 3 and 4	<b>5</b>	114,029	
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>		
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	114,029	

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	126,491
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	126,491
<b>5</b>	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)	<b>5</b>	507
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	125,984

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				114,029
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			112,682	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 126,491				
<b>a</b> Applied to 2014, but not more than line 2a			112,682	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2015 distributable amount				13,809
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				100,220
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				
<b>e</b> Excess from 2015				

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

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
				0
<b>b</b> 85% of line 2a				0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test—enter				
<b>(1)</b> Value of all assets				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
<b>c</b> "Support" alternative test—enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
<b>(3)</b> Largest amount of support from an exempt organization				0
<b>(4)</b> Gross investment income				0

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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

- c** Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	117,000
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	0



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
(2)	Other assets	1a
b	Other transactions	
(1)	Sales of assets to a noncharitable exempt organization	1b
(2)	Purchases of assets from a noncharitable exempt organization	1b
(3)	Rental of facilities, equipment, or other assets	1b
(4)	Reimbursement arrangements	1b
(5)	Loans or loan guarantees	1b
(6)	Performance of services or membership or fundraising solicitations	1b
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	
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	

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

**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

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 and correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**SVP Wells Fargo Bank N A**  
Title

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

PTIN
P01251603

Phone no	412-355-6000
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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

CHRISTIAN URBAN EDUCATION CENTER

**Street**

2207 WIRT ST

**City**

OMAHA

**State**

NE

**Zip Code**

68110

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

OPEN DOOR MISSION

**Street**

2828 N 23RD ST EAST

**City**

OMAHA

**State**

NE

**Zip Code**

68110

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

COMPLETELY KIDS

**Street**

2566 ST MARYS AVE

**City**

OMAHA

**State**

NE

**Zip Code**

68105

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

MOSAIC

**Street**

4980 S 118TH ST

**City**

OMAHA

**State**

NE

**Zip Code**

68137

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

4,000

**Name**

NEBRASKA HUMANE SOCIETY

**Street**

8929 FORT ST

**City**

OMAHA

**State**

NE

**Zip Code**

68134

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

10,000

**Name**

GESU HOUSING INC

**Street**

5008 DODGE ST

**City**

OMAHA

**State**

NE

**Zip Code**

68132

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

20,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

RESPECT2

Street

820 S 75TH STREET

City

OMAHA

State

NE

Zip Code

68114

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

CHILDREN'S HOSPITAL &amp; MEDICAL CTR FN

Street

8401 W DODGE RD STE 160

City

OMAHA

State

NE

Zip Code

68114

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

OMAHA STREET SCHOOL

Street

3223 N 45TH STREET

City

OMAHA

State

NE

Zip Code

68104

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

HOPE CENTER FOR KIDS

Street

2200 NORTH 20TH STREET

City

OMAHA

State

NE

Zip Code

68110

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,000

Name

SIENA FRANCIS HOUSE

Street

1702 NICHOLAS STREET

City

OMAHA

State

NE

Zip Code

68101

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

SPECIAL OLYMPICS NEBRASKA EARMARK OMAHA TENNIS BUDDIES

Street

510 S 157TH CIRCLE

City

OMAHA

State

NE

Zip Code

68118

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000



**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

OUTLOOK NEBRASKA INC

Street

4125 S 72nd St

City

OMAHA

State

NE

Zip Code

68127

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

CASA FOR DOUGLAS COUNTY

Street

2412 St Marys Ave

City

OMAHA

State

NE

Zip Code

68105

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,500

Name

FOOD BANK FOR THE HEARTLAND

Street

10525 J St

City

OMAHA

State

NE

Zip Code

68127

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

CORNBELT DIABETES CONNECTION

Street

9905 S 173rd Circle

City

OMAHA

State

NE

Zip Code

68136

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions										35,122		Capital Gains/Losses										764,722		737,485		27,237,485	
										0		Other sales										0		0		0	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss													
1 THORNBURG INTL VALUE FL	885215566	X				3/19/2014	5/16/2016	15,675	20,000					-4,325													
2 THORNBURG INTL VALUE FL	885215566	X				6/24/2014	5/16/2016	1,118						-351													
3 THORNBURG INTL VALUE FL	885215566	X				9/24/2014	5/16/2016	743	971					-228													
4 THORNBURG INTL VALUE FL	885215566	X				11/19/2014	5/16/2016	13,619	16,342					-2,723													
5 THORNBURG INTL VALUE FL	885215566	X				12/24/2014	5/16/2016	318	376					-58													
6 THORNBURG INTL VALUE FL	885215566	X				12/12/2005	5/16/2016	48,416	38,838					9,578													
7 TOTAL S.A. - ADR	89151E109	X				12/22/2014	4/22/2016	985	1,049					-64													
8 UNION PACIFIC CORP	907818108	X				10/23/2015	11/2/2016	2,263	2,912					-649													
9 UNITEDHEALTH GROUP INC	91324P102	X				11/11/2011	10/30/2015	1,186	473					713													
10 VANGUARD REIT VIPER	922908553	X				4/2/2004	5/16/2016	19,634	10,221					9,413													
11 VANGUARD REIT VIPER	922908553	X				9/21/2004	5/16/2016	1,564	813					771													
12 VANGUARD REIT VIPER	922908553	X				3/9/2004	5/16/2016	32,018	16,419					15,599													
13 EATON CORP PLC	G29183103	X				12/3/2012	4/22/2016	1,258	986					272													
14 ANHEUSER-BUSCH INBEV SF	03524A108	X				9/2/2011	11/2/2016	10,098	4,626					5,472													
15 ANHEUSER-BUSCH INBEV SF	03524A108	X				11/11/2011	11/2/2016	9,148	4,569					4,579													
16 APACHE CORP	037411105	X				10/8/2009	8/25/2015	2,811	7,010					-4,199													
17 THORNBURG INTL VALUE FL	885215566	X				9/24/2010	5/16/2016	421	477					-56													
18 THORNBURG INTL VALUE FL	885215566	X				12/27/2010	5/16/2016	137	165					-28													
19 THORNBURG INTL VALUE FL	885215566	X				3/25/2011	5/16/2016	217	272					-55													
20 THORNBURG INTL VALUE FL	885215566	X				6/24/2011	5/16/2016	841	1,032					-191													
21 THORNBURG INTL VALUE FL	885215566	X				9/26/2011	5/16/2016	580	582					-2													
22 THORNBURG INTL VALUE FL	885215566	X				12/23/2011	5/16/2016	229	238					-9													
23 THORNBURG INTL VALUE FL	885215566	X				3/26/2012	5/16/2016	365	427					-62													
24 THORNBURG INTL VALUE FL	885215566	X				6/25/2012	5/16/2016	953	987					-34													
25 THORNBURG INTL VALUE FL	885215566	X				9/24/2012	5/16/2016	487	558					-71													
26 THORNBURG INTL VALUE FL	885215566	X				3/22/2013	5/16/2016	490	596					-106													
27 THORNBURG INTL VALUE FL	885215566	X				6/24/2013	5/16/2016	878	1,013					-135													
28 THORNBURG INTL VALUE FL	885215566	X				9/24/2013	5/16/2016	438	575					-137													
29 THORNBURG INTL VALUE FL	885215566	X				12/24/2013	5/16/2016	111	149					-38													
30 APACHE CORP	037411105	X				11/11/2011	8/25/2015	2,169	5,627					-3,458													
31 APACHE CORP	037411105	X				2/8/2012	8/25/2015	161	418					-257													
32 APACHE CORP	037411105	X				4/20/2012	8/25/2015	2,008	4,590					-2,582													
33 APACHE CORP	037411105	X				12/22/2014	8/25/2015	2,811	4,475					-1,664													
34 BARCLAYS BANK PLC (PATH	06738C778	X				10/1/2015	2/10/2016	12,993	15,835					-2,842													
35 BLACKROCK INC	09247X101	X				6/10/2014	6/17/2016	1,710	1,572					138													
36 COMCAST CORP CLASS A	2000N101	X				11/11/2011	11/2/2016	1,647	677					970													
37 CUMMINS INC	231021106	X				8/7/2014	11/2/2016	1,716	2,785					-1,069													
38 DIAGEO PLC - ADR	25243Q205	X				11/11/2011	8/25/2015	1,567	1,281					286													
39 WALT DISNEY CO	254887106	X				10/27/1984	2/5/2016	8,895	1,253					7,642													
40 DODGE & COX INCOME F D	256210105	X				7/25/2014	5/16/2016	107,660	109,632					-1,972													
41 E M C CORP MASS	268648102	X				11/11/2011	10/23/2015	11,321	10,777					544													
42 E M C CORP MASS	268648102	X				6/25/2014	10/23/2015	4,434	4,469					-35													
43 GOLDMAN SACHS GROUP IN	38141G104	X				7/7/2011	6/10/2016	5,099	4,596					503													
44 GOLDMAN SACHS GROUP IN	38141G104	X				11/11/2011	6/10/2016	5,899	3,865					1,834													
45 GOOGLE INC	38259P508	X				8/30/2012	8/25/2015	639	343					296													
46 GOOGLE INC	38259P508	X				6/7/2012	8/25/2015	2,556	1,166					1,390													
47 GOOGLE INC	38259P508	X				1/25/2012	9/15/2015	9,340	3,996					5,344													
48 GOOGLE INC	38259P508	X				6/7/2012	9/15/2015	667	292					375													
49 OPPENHEIMER DEVELOPING	683974604	X				4/26/2012	10/1/2015	43,997	50,000					-6,003													
50 OPPENHEIMER DEVELOPING	683974604	X				3/19/2014	10/1/2015	28,492	35,000					-6,508													
51 OPPENHEIMER DEVELOPING	683974604	X				2/25/2011	10/1/2015	11,022	12,903					-1,881													
52 PIMCO FOREIGN BOND (UNH	722005220	X				10/8/2010	10/6/2015	18,334	22,422					-4,088													
53 PIMCO EMERGING LOCAL B	72201F516	X				4/26/2012	5/16/2016	19,963	29,710					-9,747													
54 RIDGEMORTH SEIX HY BD-I	76528T645	X				12/28/2007	5/16/2016	19,569	25,000					-5,431													
55 RIDGEMORTH SEIX HY BD-I	76528T645	X				4/26/2012	5/16/2016	16,512	20,000					-3,488													
56 RIDGEMORTH SEIX HY BD-I	76528T645	X				12/11/2012	5/16/2016	11,823	15,000					-3,177													
57 ROCHE HOLDINGS LTD - ADR	771185104	X				3/3/2015	8/25/2015	1,376	1,369					7													
58 INTERNATIONAL BUSINESS F	499200101	X				6/18/2013	8/10/2015	9,722	12,724					-3,002													
59 T ROWE PRICE SHORT TERM	77957P105	X				1/22/2013	5/16/2016	26,958	27,584					-626													
60 T ROWE PRICE SHORT TERM	77957P105	X				7/25/2014	5/16/2016	64,322	65,000					-678													
61 TJX COMPANIES INC	872540109	X				6/29/2011	1/22/2016	6,545	2,451					4,094													
62 TEMPLETON FRONTIER MAR	88019R641	X				6/6/2013	10/1/2015	11,540	16,600					-5,060													
63 TEMPLETON GLOBAL BOND	88020B400	X				12/28/2007	10/6/2015	13,418	13,290					128													
64 THERMO FISHER SCIENTIFIC	883558102	X				7/10/2009	11/2/2016	2,050	576					1,474													
65 THORNBURG INTL VALUE FL	885215566	X				3/30/2006	5/16/2016	395	440					-45													
66 THORNBURG INTL VALUE FL	885215566	X				9/27/2006	5/16/2016	800	918					-118													
67 THORNBURG INTL VALUE FL	885215566	X				11/17/2006	5/16/2016	2,401	3,043					-442													
68 THORNBURG INTL VALUE FL	885215566	X				12/26/2006	5/16/2016	418	506					-88													
69 THORNBURG INTL VALUE FL	885215566	X				6/26/2007	5/16/2016	544	763					-219													
70 THORNBURG INTL VALUE FL	885215566	X				11/19/2007	5/16/2016	6,585	9,293					-2,708													
71 THORNBURG INTL VALUE FL	885215566	X				6/26/2008	5/16/2016	1,022	1,285					-243													
72 THORNBURG INTL VALUE FL	885215566	X				9/26/2008	5/16/2016	737	795					-58													

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions														Amount		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions														35,122		Capital Gains/Losses		764,722		737,485		27,237	
														0		Other sales		0		0		0	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss									
73 THORNBURG INTL VALUE FL	885215566	X				6/26/2009	5/16/2016	1,092	983					109									
74 THORNBURG INTL VALUE FL	885215566	X				9/25/2009	5/16/2016	346	356				-10	-10									
75 THORNBURG INTL VALUE FL	885215566	X				3/26/2010	5/16/2016	265	288				-23	-23									
76 THORNBURG INTL VALUE FL	885215566	X				6/25/2010	5/16/2016	609	622				0	-13									
77 JOHNSON CONTROLS INC	478365107	X				3/12/2012	4/22/2016	10,041	7,629				0	2,412									
78 JOHNSON CONTROLS INC	478365107	X				1/29/2013	4/22/2016	4,164	3,114				0	1,070									
79 NESTLE S.A. REGISTERED S	641069408	X				9/13/2007	8/25/2017	1,479	896				0	583									
80 NESTLE S.A. REGISTERED S	641069408	X				9/13/2007	4/22/2016	13,679	8,292				0	5,387									
81 ORACLE CORPORATION	68389X105	X				11/11/2011	3/16/2016	16,264	13,140				0	3,124									
82 HSBC - ADR	404280406	X				2/25/2013	3/1/2016	4,996	8,457				0	-3,461									
83 HSBC - ADR	404280406	X				7/3/2013	3/1/2016	3,256	5,284				0	-2,028									
84 HSBC - ADR	404280406	X				2/10/2014	3/1/2016	4,029	6,434				0	-2,405									
85 JOHNSON CONTROLS INC	478365107	X				11/11/2011	4/22/2016	502	382				0	120									
86 SECTION 1258 LOSS		X						0	2,764					-2,764									
87 POWERSHARES ST LOSS		X						0	250					-250									
88 POWERSHARES LT LOSS		X						0	148					-148									

**Part I, Line 11 (990-PF) - Other Income**

		22	22	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	22	22	

**Part I, Line 16b (990-PF) - Accounting Fees**

		1,121	0	0	1,121
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,121			1,121

Part I, Line 18 (990-PF) - Taxes

		3,559	975	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	975	975		
2	PY EXCISE TAX DUE	207			
3	ESTIMATED EXCISE PAYMENTS	2,377			

**Part I, Line 23 (990-PF) - Other Expenses**

		133	43	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	43	43		
2	PARTNERSHIP EXPENSES	90	0		

**Part II, Line 13 (990-PF) - Investments - Other**

		1,304,190	1,758,718	2,243,902
	Asset Description	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	
2	AFFILIATED MANAGERS GROUP INC	0	11,562	20,109
3	APPLE COMPUTER INC COM	0	26,227	47,832
4	BOEING COMPANY	0	18,668	29,004
5	CVS/CAREMARK CORPORATION	0	10,077	23,829
6	CISCO SYSTEMS INC	0	19,211	29,736
7	COGNIZANT TECH SOLUTIONS CRP COM	0	12,369	12,073
8	CUMMINS INC	0	21,365	19,643
9	DIAGEO PLC - ADR	0	13,275	17,248
10	WALT DISNEY CO	0	2,334	16,983
11	DODGE & COX INCOME FD COM 147	0	141,643	141,337
12	GILEAD SCIENCES INC	0	4,425	12,238
13	MICROSOFT CORP	0	23,465	36,842
14	PNC FINANCIAL SERVICES GROUP	0	22,183	19,423
15	ROCHE HOLDINGS LTD - ADR	0	24,705	23,586
16	SCHLUMBERGER LTD	0	20,921	21,096
17	TJX COS INC NEW	0	4,103	12,993
18	THERMO FISHER SCIENTIFIC INC	0	4,572	18,902
19	TOTAL FINA ELF S A ADR	0	17,911	18,230
20	UNION PACIFIC CORP	0	7,510	26,240
21	MCKESSON CORP	0	11,046	21,402
22	MANULIFE FINANCIAL CORP	0	17,348	17,515
23	UNITED PARCEL SERVICE-CL B	0	9,066	15,026
24	TARGET CORP	0	7,330	18,155
25	UNITEDHEALTH GROUP INC	0	10,446	31,647
26	HAIN CELESTIAL GROUP INC	0	11,673	15,837
27	BLACKROCK INC	0	11,635	13,551
28	MET WEST TOTAL RETURN BOND CL I 51	0	198,365	201,679
29	FID ADV EMER MKTS INC- CL I 607	0	44,991	44,630
30	MONSANTO CO NEW	0	23,830	23,489
31	T ROWE PRICE REAL ESTATE FD 122	0	27,350	29,683
32	ISHARES RUSSELL 2000	0	80,793	127,124
33	JPMORGAN CHASE & CO	0	22,936	30,066
34	SUNCOR ENERGY INC NEW F	0	21,635	21,932
35	ISHARES MSCI EAFE	0	53,116	49,330
36	MERCK & CO INC NEW	0	16,509	18,478
37	BERSHIRE HATHAWAY INC	0	12,502	29,287
38	SPDR S&P MIDCAP 400 ETF TRUST	0	122,635	219,930
39	ALPHABET INC/CA	0	15,986	28,445
40	COMCAST CORP CLASS A	0	9,114	27,169
41	ISHARES TR MSCI EMERGING MARKETS	0	21,442	23,533
42	THORNBURG INTL VALUE FUND-CL I 209	0	49,200	61,545
43	ISHARES DOW JONES SELECT DIVIDEND	0	36,748	52,194
44	VANGUARD REIT VIPER	0	27,777	62,404
45	LAS VEGAS SANDS CORP	0	21,373	18,234
46	CELANESE CORP	0	14,797	19,343



**Part II, Line 13 (990-PF) - Investments - Other**

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			1,304,190	1,758,718	2,243,902
47	VANGUARD EMERGING MARKETS ETF		0	117,290	131,492
48	CITIGROUP INC		0	24,107	21,686
49	VANGUARD INFLAT-PROT SECS-ADM 511		0	10,440	10,653
50	AMERIPRISE FINL INC		0	19,966	17,730
51	JPMORGAN HIGH YIELD FUND SS 3580		0	44,120	45,179
52	T ROWE PRICE INST FLOAT RATE 170		0	18,720	18,323
53	POWERSHARES DB COMMODITY INDEX		0	24,581	9,282
54	EATON CORP PLC		0	9,852	12,745
55	CME GROUP INC		0	11,973	22,697
56	SPDR DJ WILSHIRE INTERNATIONAL REA		0	35,599	36,697
57	ROBECO BP LNG/SHRT RES-INS		0	123,008	133,799
58	CREDIT SUISSE COMM RT ST-CO 2156		0	12,993	14,647

### **Part III (990-PF) - Changes in Net Assets or Fund Balances**

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#### **Line 3 - Other increases not included in Part III, Line 2**

1	Partnership Income Adjustment	1	3,250
2	Total	2	3,250

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#### **Line 5 - Decreases not included in Part III, Line 2**

1	Cost Basis Adjustment	1	28
2	Mutual Fund Timing Difference	2	10
3	Total	3	38

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions															35,122	Short Term CG Distributions															0	Amount	
Description of Property Sold		CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses																			
1	THORNBURG INTL VALUE FL	885215566		3/19/2014	5/16/2016	15,675		0	20,000	-4,325	0	0	0	-7,885																			
2	THORNBURG INTL VALUE FL	885215566		6/24/2014	5/16/2016	1,118		0	1,469	-351	0	0	0	-351																			
3	THORNBURG INTL VALUE FL	885215566		9/24/2014	5/16/2016	743		0	971	-228	0	0	0	-228																			
4	THORNBURG INTL VALUE FL	885215566		11/19/2014	5/16/2016	13,619		0	16,342	-2,723	0	0	0	-2,723																			
5	THORNBURG INTL VALUE FL	885215566		12/24/2014	5/16/2016	318		0	376	-58	0	0	0	-58																			
6	THORNBURG INTL VALUE FL	885215566		12/12/2005	5/16/2016	48,418		0	38,838	9,578	0	0	0	9,578																			
7	TOTAL SA - ADR	89151E109		12/22/2014	4/22/2016	985		0	1,049	-64	0	0	0	-64																			
8	UNION PACIFIC CORP	907818108		10/23/2015	1/12/2016	2,263		0	2,912	-649	0	0	0	-649																			
9	UNITEDHEALTH GROUP INC	91324P102		11/11/2011	10/30/2015	1,186		0	473	713	0	0	0	713																			
10	VANGUARD REIT VIPER	922908553		4/22/2004	5/16/2016	19,634		0	10,221	9,413	0	0	0	9,413																			
11	VANGUARD REIT VIPER	922908553		9/21/2004	5/16/2016	1,584		0	813	771	0	0	0	771																			
12	VANGUARD REIT VIPER	922908553		3/9/2004	5/16/2016	32,018		0	16,419	15,599	0	0	0	15,599																			
13	EATON CORP PLC	G29183103		12/31/2012	4/22/2016	1,258		0	986	272	0	0	0	272																			
14	ANHEUSER-BUSCH INBEV S	03524A108		9/2/2011	1/12/2016	10,098		0	4,626	5,472	0	0	0	5,472																			
15	ANHEUSER-BUSCH INBEV S	03524A108		11/11/2011	1/12/2016	9,148		0	4,569	4,579	0	0	0	4,579																			
16	APACHE CORP	037411105		10/8/2009	8/25/2015	2,811		0	7,010	-4,199	0	0	0	-4,199																			
17	THORNBURG INTL VALUE FL	885215566		9/24/2010	5/16/2016	421		0	477	-56	0	0	0	-56																			
18	THORNBURG INTL VALUE FL	885215566		12/27/2010	5/16/2016	137		0	165	-28	0	0	0	-28																			
19	THORNBURG INTL VALUE FL	885215566		3/25/2011	5/16/2016	217		0	272	-55	0	0	0	-55																			
20	THORNBURG INTL VALUE FL	885215566		8/24/2011	5/16/2016	841		0	1,032	-191	0	0	0	-191																			
21	THORNBURG INTL VALUE FL	885215566		9/26/2011	5/16/2016	580		0	582	-2	0	0	0	-2																			
22	THORNBURG INTL VALUE FL	885215566		12/23/2011	5/16/2016	229		0	238	-9	0	0	0	-9																			
23	THORNBURG INTL VALUE FL	885215566		3/26/2012	5/16/2016	365		0	427	-62	0	0	0	-62																			
24	THORNBURG INTL VALUE FL	885215566		6/25/2012	5/16/2016	953		0	987	-34	0	0	0	-34																			
25	THORNBURG INTL VALUE FL	885215566		9/24/2012	5/16/2016	487		0	558	-71	0	0	0	-71																			
26	THORNBURG INTL VALUE FL	885215566		3/22/2013	5/16/2016	490		0	596	-106	0	0	0	-106																			
27	THORNBURG INTL VALUE FL	885215566		6/24/2013	5/16/2016	878		0	1,013	-135	0	0	0	-135																			
28	THORNBURG INTL VALUE FL	885215566		9/24/2013	5/16/2016	438		0	575	-137	0	0	0	-137																			
29	THORNBURG INTL VALUE FL	885215566		12/24/2013	5/16/2016	111		0	149	-38	0	0	0	-38																			
30	APACHE CORP	037411105		11/11/2011	8/25/2015	2,169		0	5,627	-3,458	0	0	0	-3,458																			
31	APACHE CORP	037411105		2/8/2012	8/25/2015	161		0	418	-257	0	0	0	-257																			
32	APACHE CORP	037411105		4/20/2012	8/25/2015	2,008		0	4,590	-2,582	0	0	0	-2,582																			
33	APACHE CORP	037411105		12/22/2014	8/25/2015	2,811		0	4,475	-1,664	0	0	0	-1,664																			
34	BARCLAYS BANK PLC IPATH	06738C778		10/1/2015	2/10/2016	12,993		0	15,835	-2,842	0	0	0	-2,842																			
35	BLACKROCK INC	09247X101		6/10/2014	6/17/2016	1,710		0	1,572	138	0	0	0	138																			
36	COMCAST CORP CLASS A	2030N101		11/11/2011	1/12/2016	1,647		0	677	970	0	0	0	970																			
37	CUMMINS INC	231021106		8/7/2014	11/2/2016	1,716		0	2,785	-1,069	0	0	0	-1,069																			
38	DIAGEO PLC - ADR	25243Q205		11/11/2011	8/25/2015	1,567		0	1,281	286	0	0	0	286																			
39	WALT DISNEY CO	254687106		10/27/1994	2/5/2016	8,895		0	1,253	7,642	0	0	0	7,642																			
40	DODGE & COX INCOME FDC	266210105		7/25/2014	5/16/2016	107,660		0	109,632	-1,972	0	0	0	-1,972																			
41	E M C CORP MASS	268648102		11/11/2011	10/23/2015	11,321		0	10,777	544	0	0	0	544																			
42	E M C CORP MASS	268648102		6/25/2014	10/23/2015	4,434		0	4,469	-35	0	0	0	-35																			
43	GOLDMAN SACHS GROUP INC	38141G104		7/7/2011	6/10/2016	5,099		0	4,596	503	0	0	0	503																			
44	GOLDMAN SACHS GROUP INC	38141G104		11/11/2011	8/10/2016	5,699		0	3,865	1,834	0	0	0	1,834																			
45	GOOGLE INC	38259P508		8/30/2012	8/25/2015	639		0	343	296	0	0	0	296																			
46	GOOGLE INC	38259P508		6/7/2012	8/25/2015	2,556		0	1,166	1,390	0	0	0	1,390																			
47	GOOGLE INC	38259P508		1/25/2012	9/15/2015	9,340		0	3,996	5,344	0	0	0	5,344																			
48	GOOGLE INC	38259P508		6/7/2012	9/15/2015	667		0	292	375	0	0	0	375																			
49	OPPENHEIMER DEVELOPING	683974604		4/26/2012	10/1/2015	43,997		0	50,000	-6,003	0	0	0	-6,003																			
50	OPPENHEIMER DEVELOPING	683974604		3/19/2014	10/1/2015	28,492		0	35,000	-6,508	0	0	0	-6,508																			
51	OPPENHEIMER DEVELOPING	683974604		2/25/2011	10/1/2015	11,022		0	12,903	-1,881	0	0	0	-1,881																			
52	PIMCO FOREIGN BOND UNH	722005220		10/8/2010	10/6/2015	18,334		0	22,422	-4,088	0	0	0	-4,088																			
53	PIMCO EMERGING LOCAL BOND	72201F516		4/26/2012	5/16/2016	19,963		0	29,710	-9,747	0	0	0	-9,747																			
54	RIDGEMOUNT SEIX HY BDI	76828T645		12/28/2007	5/16/2016	19,569		0	25,000	-5,431	0	0	0	-5,431																			
55	RIDGEMOUNT SEIX HY BDI	76828T645		4/28/2012	5/16/2016	16,512		0	20,000	-3,488	0	0	0	-3,488																			
56	RIDGEMOUNT SEIX HY BDI	76828T645		12/11/2012	5/16/2016	11,823		0	15,000	-3,177	0	0	0	-3,177																			
57	ROCHE HOLDINGS LTD - ADR	771195104		3/31/2015	8/25/2015	1,376		0	1,369	7	0	0	0	7																			
58	INTERNATIONAL BUSINESS	459200101		6/18/2013	8/10/2015	9,722		0	12,724	-3,002	0	0	0	-3,002																			
59	T ROWEPRICE SHORT TERM	77957P105		1/22/2013	5/16/2016	26,958		0	27,584	-626	0	0	0	-626																			
60	T ROWEPRICE SHORT TERM	77957P105		7/25/2014	5/16/2016	64,322		0	65,000	-678	0	0	0	-678																			
61	TUX COMPANIES INC	872540109		6/29/2011	1/22/2016	6,545		0	2,451	4,094	0	0	0	4,094																			
62	TEMPLETON FRONTIER MAR	88019R641		6/6/2013	10/1/2015	11,540		0	16,600	-5,060	0	0	0	-5,060																			
63	TEMPLETON GLOBAL BOND	880208400		12/28/2007	10/6/2015	13,418		0	13,290	128	0	0	0	128																			
64	THERMO FISHER SCIENTIFIC	883556102		7/10/2009	1/12/2016	2,050		0	576	1,474	0	0	0	1,474																			
65	THORNBURG INTL VALUE FL	885215566		3/30/2006	5/16/2016	395		0	440	-45	0	0	0	-45																			
66	THORNBURG INTL VALUE FL	885215566		9/27/2006	5/16/2016	800		0	918	-118	0	0	0	-118																			
67	THORNBURG INTL VALUE FL	885215566		11/17/2006	5/16/2016	2,601		0	3,043	-442	0	0	0	-442																			
68	THORNBURG INTL VALUE FL	885215566		12/26/2006	5/16/2016	418		0	506	-88	0	0	0	-88																			
69	THORNBURG INTL VALUE FL	885215566		6/26/2007	5/16/2016	544		0	763	-219	0	0	0	-219																			

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount										
		35,122			0										
	Description of Property Sold	CUISIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Excess FMV Over Adj. Basis or Losses	
70	THORNBURG INTL VALUE FL	885215566		11/19/2007	5/16/2016	6,585		0	9,293	-2,708		0	0	-2,708	-7,885
71	THORNBURG INTL VALUE FL	885215566		6/26/2008	5/16/2016	1,022		0	1,265	-243		0	0	-243	
72	THORNBURG INTL VALUE FL	885215566		9/29/2008	5/16/2016	737		0	795	-58		0	0	-58	
73	THORNBURG INTL VALUE FL	885215566		6/26/2009	5/16/2016	1,092		0	983	109		0	0	109	
74	THORNBURG INTL VALUE FL	885215566		9/29/2009	5/16/2016	346		0	356	-10		0	0	-10	
75	THORNBURG INTL VALUE FL	885215566		3/26/2010	5/16/2016	265		0	288	-23		0	0	-23	
76	THORNBURG INTL VALUE FL	885215566		6/25/2010	5/16/2016	609		0	622	-13		0	0	-13	
77	JOHNSON CONTROLS INC	478366107		3/12/2012	4/22/2016	10,041		0	7,629	2,412		0	0	2,412	
78	JOHNSON CONTROLS INC	478366107		1/29/2013	4/22/2016	4,184		0	3,114	1,070		0	0	1,070	
79	NESTLE S.A. REGISTERED S	641069406		9/13/2007	8/25/2015	1,479		0	896	583		0	0	583	
80	NESTLE S.A. REGISTERED S	641069406		9/13/2007	4/22/2016	13,679		0	8,292	5,387		0	0	5,387	
81	ORACLE CORPORATION	68369X105		11/11/2011	3/16/2016	16,264		0	13,140	3,124		0	0	3,124	
82	HSBC -ADR	404280406		2/25/2013	3/12/2016	4,996		0	8,457	-3,461		0	0	-3,461	
83	HSBC -ADR	404280406		7/3/2013	3/12/2016	3,256		0	5,284	-2,028		0	0	-2,028	
84	HSBC -ADR	404280406		2/10/2014	3/12/2016	4,029		0	6,434	-2,405		0	0	-2,405	
85	JOHNSON CONTROLS INC	478366107		11/11/2011	4/22/2016	502		0	382	120		0	0	120	
86	SECTION 1256 LOSS					0			2,764	-2,764		0	0	-2,764	
87	POWERSHARES ST LOSS					0			250	-250		0	0	-250	
88	POWERSHARES LT LOSS					0			148	-148		0	0	-148	



**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	12/10/2015	2	594
3 Second quarter estimated tax payment	1/12/2016	3	595
4 Third quarter estimated tax payment	4/12/2016	4	594
5 Fourth quarter estimated tax payment	7/12/2016	5	594
6 Other payments		6	
7 Total		7	2,377

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2014 that remained undistributed at the beginning of the 2015 tax year	1	112,682
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	112,682

**Supplemental Information:**

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

Wells Fargo Bank N.A  
1 W 4<sup>th</sup> Street 4<sup>th</sup> Floor Mac 4000-041  
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.