

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2015

Open to Public Inspection

- ▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning 10/1/2015, and ending 9/30/2016

Name of foundation TARTAGLINO RICHARDS FOUNDATION			A Employer identification number 30-0256097	
Number and street (or P.O. box number if mail is not delivered to street address) 16850 North Dallas Parkway		Room/suite 100	B Telephone number (see instructions) (214) 526-5435	
City or town Dallas	State TX	ZIP code 75248		
Foreign country name		Foreign province/state/county	C If exemption application is pending, check here <input type="checkbox"/>	
Foreign postal code				
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address 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"/>	
<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change			E If private foundation status was terminated under section 507(b)(1)(A), check here <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			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 9,863,947		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)				

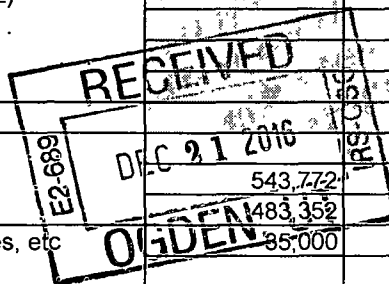
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	55,493	55,493		
	4 Dividends and interest from securities	86,059	86,059		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-201,972			
	b Gross sales price for all assets on line 6a 7,131,537				
	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)	543,772				
12 Total. Add lines 1 through 11	483,352	141,552	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	85,000	17,500		17,500
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,892	2,946		2,946
	c Other professional fees (attach schedule)	39,186	39,186		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	26	26		
	24 Total operating and administrative expenses. Add lines 13 through 23	80,104	59,658	0	20,446
	25 Contributions, gifts, grants paid	345,000			345,000
26 Total expenses and disbursements. Add lines 24 and 25	425,104	59,658	0	365,446	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	58,248				
b Net investment income (if negative, enter -0-)		81,894			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	370,303	79,015	79,015
	2	Savings and temporary cash investments			
	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	2,540	4,088	3,000
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)	9,362,947	9,710,935	9,710,935
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 4,319			
		Less accumulated depreciation (attach schedule) ▶ 4,319			
	15	Other assets (describe ▶ Rounding)		1	1
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,735,790	9,794,039	9,792,951
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24	Unrestricted	9,735,790	9,795,039	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	9,735,790	9,795,039	
	31	Total liabilities and net assets/fund balances (see instructions)	9,735,790	9,795,039	

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	9,735,790
2	Enter amount from Part I, line 27a	2	58,248
3	Other increases not included in line 2 (itemize) ▶ Rounding	3	1
4	Add lines 1, 2, and 3	4	9,794,039
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	9,794,039

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-201,972	
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	-58,673	

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	448,390	10,126,457	0.044279
2013	336,650	10,311,569	0.032648
2012	795,109	8,938,986	0.088948
2011	215,362	7,294,617	0.029523
2010	666,821	6,625,628	0.100643
2 Total of line 1, column (d)			2 0.296041
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 0.059208
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 9,480,902
5 Multiply line 4 by line 3			5 561,345
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 819
7 Add lines 5 and 6			7 562,164
8 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.			8 365,446

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,638	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	1,638	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,638	
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	3,000	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	3,000	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,362	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 1,384 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 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
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 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
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX		
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	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ A. James Lynn, Attorney, CPA Telephone no ▶ (214) 341-0000 Located at ▶ 6820 Walling Lane Dallas TX ZIP+4 ▶ 75231			
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			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				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 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
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 not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?</p> <p>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)?</p> <p>Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/></p> <p>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?</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p>If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>5b</p> <p>6b</p> <p>7b</p>	<p>N/A</p> <p>X</p> <p>N/A</p>
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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
See Attached Statement	00	0		
	00	0		
	00	0		
	00	0		
	00	0		

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 See attached statement	
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	
Total. Add lines 1 through 3	0

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	9,528,221
b	Average of monthly cash balances	1b	94,060
c	Fair market value of all other assets (see instructions)	1c	3,000
d	Total (add lines 1a, b, and c)	1d	9,625,281
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	9,625,281
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	144,379
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,480,902
6	Minimum investment return. Enter 5% of line 5	6	474,045

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	474,045
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,638
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,638
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	472,407
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	472,407
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	472,407

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	365,446
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	365,446
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	365,446

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				472,407
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				44,401
d From 2013				
e From 2014				
f Total of lines 3a through e	44,401			
4 Qualifying distributions for 2015 from Part XII, line 4: \$ 365,446				
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				365,446
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015. (If an amount appears in column (d), the same amount must be shown in column (a).)	44,401			44,401
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				62,560
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A****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 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) 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))

Nancy G Tartaglino

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.

Nancy G Tartaglino 16850 North Dallas Pkwy, Suite 100 Dallas, TX 75248 (214) 526-5434

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

Two or three page grant request including non-profit status and financial statements

c Any submission deadlines:

April 1 and November 1

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

No restrictions All grants are considered and voted upon by the board

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Cornerstone Baptist Church 1819 MLK Blvd Dallas, TX 75215	None	PC	Kitchen	25,000
Texas Christian University 2800 South University Drive Fort Worth, TX 76129	None	PC	Daniel-Meyer Coliseum	250,000
Nepal Disaster Relief Association 1810 Double Barrell Drive Fort Worth, TX 76040	None	PC	Disaster relief	250
Trauma Support Service of North Texas 210 South Cedar Ridge, Suite C-100 Duncanville, TX 75116	None	PC	General grant	500
Reformed University Fellowship (SMU) P O Box 890004 Charlotte, NC 28289	None	PC	General grant	5,000
Camp John Marc 2929 Carlisle, Suite 355 Dallas, TX 75204	None	PC	General grant	1,000
Manegait 3160 North Custer McKinney, TX 75071	None	PC	General grant	2,500
Farmersville Historical Society 203 Rolling Hills Lane Farmersville, TX 75442	None	PC	Foundation repair	5,000
Family Legacy 5005 West Royal Lane, Suite 252 Irving, TX 75063	None	PC	Legacy sponsor	3,500
National Multicultural Western Heritage 2401 Scott Avenue Fort Worth, TX 76103	None	PC	Sponsor 50 campers	2,500
Farmersville Education Foundaton P O Box 399 Levon, TX 75166	None	PC	Six (6) scholarships	10,000
Total See Attached Statement			3a	345,000
b Approved for future payment				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		0	0
13	Total. Add line 12, columns (b), (d), and (e)					







(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | |
|---|---|----|
| 1 | <p>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?</p> | |
| a | <p>Transfers from the reporting foundation to a noncharitable exempt organization of</p> | |
| | <p>(1) Cash</p> | 1a |
| | <p>(2) Other assets</p> | 1a |
| b | <p>Other transactions</p> | |
| | <p>(1) Sales of assets to a noncharitable exempt organization</p> | 1b |
| | <p>(2) Purchases of assets from a noncharitable exempt organization</p> | 1b |
| | <p>(3) Rental of facilities, equipment, or other assets</p> | 1b |
| | <p>(4) Reimbursement arrangements</p> | 1b |
| | <p>(5) Loans or loan guarantees</p> | 1b |
| | <p>(6) Performance of services or membership or fundraising solicitations</p> | 1b |
| c | <p>Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | |
| d | <p>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.</p> | |

	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

**Sign
Here**

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

Signature of officer or trustee

12/1/16
Date

President _____
Title _____

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Albert J Lynn

Preparer's signature

Date _____

11/28/2016

Check ☒ if self-employed

PTIN

P01431837

Firm's name ▶ A James Lynn, Attorney at Law, CPA

Firm's address ► 6820 Walling Lane, Dallas, TX 75231

Firm's EIN ▶ 75-2253872

Phone no	214-341-0000
----------	--------------

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

Recipient(s) paid during the year

Name

Nightingale Scholarship

Street

7015 Wenchester Drive

City

Dallas

State

TX

Zip Code

75205

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

Scholarship by Highland Park ISD

Amount

1,000

Name

Cornerstone Baptist Church

Street

1819 MLK Blvd

City

Dallas

State

TX

Zip Code

75215

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

Viola's house grant

Amount

10,000

Name

Cystral Bridges Museum of American Art

Street

600 Museum Way

City

Bentonville

State

AR

Zip Code

72712

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

Inaugural Van Cliburn concert

Amount

10,000

Name

National Cowgirl Museum & Hall of Fame

Street

1720 Gendy Street

City

Fort Worth

State

TX

Zip Code

76107

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

Capital renovations

Amount

10,000

Name

Dallas Area Habitat form Humanity

Street

2800 North Hampton Road

City

Dallas

State

TX

Zip Code

75212

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

Memorial gift for Betty Christal

Amount

250

Name

National Cowgirl Museum & Hall of Fame

Street

1720 Gendy Street

City

Fort Worth

State

TX

Zip Code

76107

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

41st Annual Induction Luncheon

Amount

3,500

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

Recipient(s) paid during the year

Name

TCU Frog Club

Street

2800 South University Drive

City

Fort Worth

State

TX

Zip Code

75129

Foreign Country

Relationship

None

Foundation Status

PC

Purpose of grant/contribution

38th Horned Frog Classic

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

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

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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, Form 990-EZ, or Form 990-PF.

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

Name of the organization

TARTAGLINO RICHARDS FOUNDATION

Employer identification number

30-0256097

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

Name of organization
TARTAGLINO RICHARDS FOUNDATION

Employer identification number
30-0256097

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
-----	----- ----- ----- Foreign State or Province: ----- Foreign Country: -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- ----- Foreign State or Province: ----- Foreign Country: -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- ----- Foreign State or Province: ----- Foreign Country: -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- ----- Foreign State or Province: ----- Foreign Country: -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- ----- Foreign State or Province: ----- Foreign Country: -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- ----- Foreign State or Province: ----- Foreign Country: -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- ----- Foreign State or Province: ----- Foreign Country: -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization
TARTAGLINO RICHARDS FOUNDATION

Employer identification number
30-0256097

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

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

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
Long Term CG Distributions	0													
Short Term CG Distributions	0													
Totals														
Capital Gains/Losses														
Other sales								7,131,537	0			7,333,509		-201,972
0														
1 21st Century Fox (CS)		X			P	2/24/2015	4/28/2016	21,593	24,728					-3,135
2 Aetna (CS)		X			P	1/26/2015	4/14/2016	11,012	9,398					1,614
3 Aetna (CS)		X			P	2/24/2015	4/14/2016	16,517	15,039					1,478
4 Aetna (CS)		X			P	3/1/2016	4/28/2016	29,403	29,100					303
5 Aetna (CS)		X			P	10/21/2013	4/14/2016	7,408	14,409					-7,001
6 Anadarko Petroleum (CS)		X			P	7/31/2014	4/14/2016	4,939	10,699					-5,760
7 Anadarko Petroleum (CS)		X			P	10/21/2013	9/28/2016	30,761	21,670					9,091
8 Apple (CS)		X			P	1/29/2014	4/29/2016	19,469	14,936					4,533
9 BankUnited (CS)		X			P	10/21/2013	4/28/2016	17,377	16,325					1,052
10 BankUnited (CS)		X			P	6/18/2014	4/28/2016	13,902	13,788					114
11 Booz Allen (CS)		X			P	12/22/2015	4/28/2016	14,116	15,244					-1,128
12 Booz Allen (CS)		X			P	2/9/2016	4/28/2016	16,939	15,477					1,462
13 Borg Warner (CS)		X			P	10/21/2013	4/14/2016	22,070	31,689					-9,619
14 Cardinal Health (CS)		X			P	4/1/2016	4/29/2016	27,803	28,923					-1,120
15 Cardtronics (CS)		X			P	9/25/2014	5/27/2016	1,911	1,746					165
16 Cardtronics (CS)		X			P	10/8/2014	5/27/2016	22,935	20,990					1,945
17 Chubb (CS)		X			P	8/14/2015	9/22/2016	31,840	27,389					4,451
18 Chubb (CS)		X			P	2/9/2016	9/22/2016	19,104	16,631					2,473
19 Conmed Corp (CS)		X			P	12/29/2014	4/28/2016	4,357	4,499					-142
20 Conmed Corp (CS)		X			P	1/26/2015	4/28/2016	4,357	4,764					-407
21 Conmed Corp (CS)		X			P	9/24/2015	4/28/2016	17,428	20,033					-2,605
22 Cooper Companies (CS)		X			P	2/9/2016	4/14/2016	18,521	15,449					3,072
23 CR Bard (CS)		X			P	6/12/2015	9/28/2016	34,212	26,009					8,203
24 CVS Health 5.75% (CS)		X			P	8/5/2010	7/27/2016	64,589	62,255					2,324
25 DET Energy (CS)		X			P	2/9/2016	5/16/2016	38,949	37,413					1,536
26 EQT Corp		X			P	10/21/2013	4/14/2016	23,723	31,234					-7,511
27 Fortive Corp (CS)		X			P	5/16/2016	9/28/2016	30,256	27,467					2,789
28 Fortive Corp (CS)		X			P	5/16/2016	7/5/2016	24	23					1
29 General Mills (CS)		X			P	10/21/2013	5/27/2016	37,730	29,394					8,336
30 General Motors (CS)		X			P	10/21/2013	4/29/2016	25,357	28,416					-3,049
31 Hartford Finl (CS)		X			P	10/21/2013	7/29/2016	35,513	30,519					4,994
32 Intel Corp 1.95% (CS)		X			P	10/21/2013	1/1/2016	250,000	250,000					0
33 OSI Systems (CS)		X			P	8/14/2015	4/14/2016	12,216	14,043					-1,827
34 Omnicom 5.9% (CS)		X			P	6/30/2010	4/15/2016	100,000	100,000					0
35 PDC Energy (CS)		X			P	6/1/2015	4/14/2016	20,479	20,719					-240
36 Pitney Bowes (CS)		X			P	3/26/2015	4/14/2016	10,822	11,659					-837
37 Qual Comm (CS)		X			P	1/14/2004	4/29/2016	4,089	3,105					994
38 Qual Comm (CS)		X			P	1/28/2005	4/29/2016	3,542	2,545					997
39 Qual Comm (CS)		X			P	4/28/2005	4/29/2016	3,340	2,311					1,029
40 Qual Comm (CS)		X			P	8/3/2006	4/29/2016	4,909	3,368					1,541
41 Qual Comm (CS)		X			P	6/12/2007	4/29/2016	1,113	923					190

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
42 Qual Comm (CS)		X			P	1/28/2010	4/29/2016	1,619	1,300					319
43 Qual Comm (CS)		X			P	1/29/2010	4/29/2016	1,164	903					261
44 RSP Permian (CS)		X			P	8/8/2014	4/28/2016	18,976	16,280					2,696
45 Time (CS)		X			P	6/25/2015	4/14/2016	10,659	16,563					-5,904
46 Wells Fargo (CS)		X			P	10/21/2013	9/22/2016	47,818	44,751					3,067
47 Western Digital (CS)		X			P	10/21/2013	5/27/2016	17,459	28,877					-11,418
48 WW Granger (CS)		X			P	12/18/2014	4/29/2016	23,391	25,100					-1,709
49 Qual Comm (CS)		X			P	2/1/2010	4/29/2016	2,075	1,631					444
50 Qual Comm (CS) (R)		X			P	4/12/2010	4/29/2016	51	42					9
51 Qual Comm (CS) (R)		X			P	2/12/2010	4/29/2016	656	500					156
52 Aris Group (WW)		X			P	8/6/2014	16/2016	15,368	14,917					451
53 Beacon Roofing Supply (WW)		X			P	9/25/2014	2/9/2016	1,690	1,294					396
54 Beacon Roofing Supply (WW)		X			P	10/8/2014	2/9/2016	13,516	9,988					3,548
55 Boeing Co (WW)		X			P	10/21/2013	2/9/2016	14,318	14,579					-261
56 Boeing Co (WW)		X			P	7/31/2014	2/9/2016	17,898	18,081					-183
57 Boise Cascade (WW)		X			P	10/21/2013	3/1/2016	19,032	29,546					-10,514
58 CIT Group (WW)		X			P	10/21/2013	2/9/2016	16,064	30,600					-14,536
59 Strategic Global (WW)		X			P	4/30/2015	3/8/2016	462,752	480,270					-17,518
60 Emerging Markets (WW)		X			P	10/25/2013	3/8/2016	302,680	328,544					-25,864
61 Emerging Markets (WW)		X			P	5/8/2015	3/8/2016	90,776	105,602					-14,826
62 Income Opportunity (WW)		X			P	10/21/2013	3/8/2016	1,485,551	1,476,869					8,682
63 Income Opportunity (WW)		X			P	5/8/2015	3/8/2016	128,698	134,299					-5,601
64 International Fixed Income (WW)		X			P	10/25/2013	3/8/2016	417,291	454,039					-36,748
65 International Fixed Income (WW)		X			P	5/8/2015	3/8/2016	43,638	44,796					-1,158
66 JP Morgan Chase (WW)		X			P	3/24/2014	3/1/2016	100,000	100,000					0
67 Kelly Services (WW)		X			P	9/12/2014	2/9/2016	6,681	6,820					-139
68 Kelly Services (WW)		X			P	10/8/2014	2/9/2016	3,340	3,218					122
69 Nelapp (WW)		X			P	1/26/2015	2/9/2016	4,445	7,783					-3,338
70 Nelapp (WW)		X			P	2/24/2015	2/9/2016	10,001	17,420					-7,419
71 Polone Corp (WW)		X			P	5/1/2015	2/9/2016	15,023	24,081					-9,058
72 SEI Government A (WW)		X			P	8/12/2013	1/4/2016	1,751,544	1,751,544					0
73 Short Duration HY Bond (WW)		X			P	10/21/2013	3/8/2016	320,837	337,165					-16,328
74 Short Duration HY Bond (WW)		X			P	5/8/2015	3/8/2016	140,265	142,170					-1,905
75 Global Equity (WW)		X			P	10/25/2013	3/8/2016	530,397	580,141					-49,744
76 Westrock (WW)		X			P	6/18/2014	3/1/2016	4,134	6,489					-2,355
77 Westrock (WW)		X			P	4/25/2014	3/1/2016	5,512	7,630					-2,118
78 Aris Ind (WW)		X			P	8/6/2014	2/9/2016	11,573	15,368					-3,795
79														0

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

		543,772	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Unrealized gain/loss on securities	543,772	0	

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

		5,892	2,946	0	2,946
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	A. James Lynn, Attorney at Law, CPA	5,892	2,946		2,946

Part I, Line 16c (990-PF) - Other Professional Fees

		39,186	39,186	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Westwood 7441 - Investment Mgt Svc	22,922	22,922		0
2					
3	Luther King/Schwab	16,264	16,264		0

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

		0	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Excise tax on investment income	0			
2	Excise tax on investment income	0			
3	Foreign tax w/h on investments	0			

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

		26	26	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Miscellaneous	25	25		
2	Penalties	0	0		
3	Rounding	1	1		

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

		9,362,947		9,710,935		9,362,947		9,710,935	
		Book Value	Book Value	Book Value	Book Value	FMV	FMV	FMV	FMV
		Beg. of Year	Beg. of Year	Beg. of Year	Beg. of Year	Beg. of Year	Beg. of Year	Beg. of Year	Beg. of Year
		End of Year	End of Year	End of Year	End of Year	End of Year	End of Year	End of Year	End of Year
1	Westwood Trust (securities)		9,362,947			9,362,947			
2	Charles Schwab (securities)							9,710,935	9,710,935

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		4,319	4,319	4,319	4,319	0	0	0
Asset Description		Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
1	Furniture & fixtures	4,319	4,319	4,319	0	0		

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

35,00000												
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Nancy G Tartaglino		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		P/D	2 00	0		
2	Lisa Barrentine		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		S/D	1 00	0		
3	Michael Richards		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		D	1 00	0		
4	Jerry Tartaglino		16850 North Dallas Pky, Suite 100	Parker	TX	75002		D	1 00	0		
5	Jenny Caselaw		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		D	1 00	0		
6	David Richards		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		D	1 00	0		
7	Jason Barrentine		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		D	1 00	0		
8	Tyler Barrentine		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		D	1 00	0		
9	Jennifer Salim Richards		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		D	1 00	0		
10	Caroline Thompson Richards		16850 North Dallas Pky, Suite 100	Dallas	TX	75248		D	30 00	35,000		