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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.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending

TurningPoint Foundation
6125 Luther Lane #244
Dallas, TX 75225

A Employer identification number

20-3979782

B Telephone number (see instructions)

(214) 696-7182

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 18,762,661.

J Accounting method: ☒ Cash ☐ Accrual
☐ 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)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

48.

48.

N/A

4 Dividends and interest from securities

263,964.

263,964.

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

-166,230.

b Gross sales price for all assets on line 6a 12,448,612.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total Add lines 1 through 11

97,782.

264,012.

13 Compensation of officers, directors, trustees, etc.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) See St 1

29,495.

29,495.

b Accounting fees (attach sch) See St 2

6,200.

3,100.

3,100.

c Other professional fees (attach sch) See St 3

94,199.

68,199.

26,000.

17 Interest

8,895.

8,895.

18 Taxes (attach schedule) (see instrs) See Stm 4

5,000.

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

3,244.

3,244.

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 5

997.

997.

24 Total operating and administrative expenses. Add lines 13 through 23

148,030.

80,194.

62,836.

25 Contributions, gifts, grants paid Part XV

921,650.

921,650.

26 Total expenses and disbursements. Add lines 24 and 25

1,069,680.

80,194.

984,486.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-971,898.

b Net investment income (if negative, enter -0-)

183,818.

c Adjusted net income (if negative, enter -0-)

SCANNED APR 20 2017

REVENUE

ADMINISTRATIVE AND EXPENSES

4

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	945,942.	695,173.	695,173.
	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 sch)			
	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)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) Statement 6	20,865,982.	18,604,415.	18,030,121.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe See Statement 7)	2,133.	37,367.	37,367.
	16 Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)	21,814,057.	19,336,955.	18,762,661.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
NET FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)	1,505,204.		
	23 Total liabilities (add lines 17 through 22)	1,505,204.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
BALANCE SHEETS	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" 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	20,308,853.	19,336,955.	
OTHERS	30 Total net assets or fund balances (see instructions)	20,308,853.	19,336,955.	
	31 Total liabilities and net assets/fund balances (see instructions)	21,814,057.	19,336,955.	

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	20,308,853.
2 Enter amount from Part I, line 27a	2	-971,898.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	19,336,955.
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	19,336,955.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a publicly traded securities	P	Various	Various
b long-term capital gain dist.	P	Various	Various
c short-term capital gain dist.	P	Various	Various
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 11,914,194.		12,614,842.	-700,648.
b 478,847.			478,847.
c 55,571.			55,571.
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-700,648.
b			478,847.
c			55,571.
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	-166,230.
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	55,571.

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

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

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

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

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	1,046,633.	19,853,470.	0.052718
2014	970,863.	20,585,840.	0.047162
2013	975,190.	20,009,279.	0.048737
2012	952,382.	19,761,478.	0.048194
2011	834,404.	19,709,600.	0.042335

2 Total of line 1, column (d)	2	0.239146
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	0.047829
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	18,592,355.
5 Multiply line 4 by line 3	5	889,254.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,838.
7 Add lines 5 and 6	7	891,092.
8 Enter qualifying distributions from Part XII, line 4	8	984,486.

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

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

1 a 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,838.
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	1,838.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,838.
6 Credits/Payments			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6a	6,360.	
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	6,360.	
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	4,522.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax 4,522. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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: \$ 0. (2) On foundation managers: \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) 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 2016 or the taxable year beginning in 2016 (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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>Cissy Moses</u> Telephone no <u>(214) 361-2323</u> Located at <u>P. O. Box 12685 Dallas TX</u> ZIP + 4 <u>75225</u>		
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 <u>N/A</u>	15	N/A
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u></u>		

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
1 a 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 <u></u>	1 b	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 2016?	1 c	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	2 b	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 <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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 2016 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 2016.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2016?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (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
Molly L. Byrne 6125 Luther Lane, Suite 244 Dallas, TX 75225	President 1.00	0.	0.	0.
Robert Byrne 6125 Luther Lane, Suite 244 Dallas, TX 75225	Secretary 1.00	0.	0.	0.
Trevor Colhoun 6125 Luther Lane, Suite 244 Dallas, TX 75225	Treasurer 1.00	0.	0.	0.

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

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

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

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	1 a	18,496,428.
b Average of monthly cash balances	1 b	379,059.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	18,875,487.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	18,875,487.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	283,132.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,592,355.
6 Minimum investment return. Enter 5% of line 5	6	929,618.

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	929,618.
2a Tax on investment income for 2016 from Part VI, line 5	2 a	1,838.
b Income tax for 2016 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	1,838.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	927,780.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	927,780.
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	927,780.

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	1 a	984,486.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	984,486.
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	1,838.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	982,648.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				927,780.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			908,783.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 984,486.				
a Applied to 2015, but not more than line 2a			908,783.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2016 distributable amount				75,703.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	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		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				852,077.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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)

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

b 85% of line 2a.

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a 'Assets' alternative test – enter

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

- b** 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c 'Support' alternative test – enter:

- (1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

[illegible]

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).)

Molly L. Byrne

- 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
<i>a Paid during the year</i> See attached Statement 8	N/A	PC	See statement	921,650.
Total			3 a	921,650.
<i>b Approved for future payment</i>				
Total			3 b	

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) Exclu- sion code	(d) Amount		
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	48.	
4	Dividends and interest from securities			14	263,964.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-166,230.	
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)				97,782.	
13	Total. Add line 12, columns (b), (d), and (e)				97,782.	

(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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1 a (1)	X
	(2) Other assets	1 a (2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
	(3) Rental of facilities, equipment, or other assets	1 b (3)	X
	(4) Reimbursement arrangements	1 b (4)	X
	(5) Loans or loan guarantees	1 b (5)	X
	(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1 c	X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[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
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instructions)?

<input checked="" type="checkbox"/>	Yes	<input type="checkbox"/>	No
-------------------------------------	-----	--------------------------	----

**Paid
Preparer
Use Only**

Print/Type preparer's name

Evelyn H. Moses

Preparer's signature

Eurbon

Date

3/16/17

Check	<input checked="" type="checkbox"/>	if
self-employed		

PTIN

P01400635

Firm's name ▶ Evelyn H. Moses, CPA

Firm's address ▶ P.O. Box 12685

Dallas, TX 75225

Firm's EIN ▶

Phone no (214) 361-2323

TurningPoint Foundation

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Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal services	\$ 29,495.			\$ 29,495.
Total	<u>\$ 29,495.</u>	<u>\$ 0.</u>		<u>\$ 29,495.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax preparation services	\$ 6,200.	\$ 3,100.		\$ 3,100.
Total	<u>\$ 6,200.</u>	<u>\$ 3,100.</u>		<u>\$ 3,100.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Merrill Lynch investment mgmt.	\$ 3,654.	\$ 3,654.		
Morgan Stanley investment mgmt.	64,545.	64,545.		
Pamela Ognisty/grants management	26,000.			\$ 26,000.
Total	<u>\$ 94,199.</u>	<u>\$ 68,199.</u>		<u>\$ 26,000.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax paid	\$ 5,000.			
Total	<u>\$ 5,000.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Dues & subscriptions	\$ 750.			\$ 750.
Supplies	247.			247.
Total	<u>\$ 997.</u>	<u>\$ 0.</u>		<u>\$ 997.</u>

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Publicly Traded Securities</u>			
78,986 shs ALPS Alerian MLP ETF	Cost	\$ 982,273.	\$ 995,224.
109,346 shs AMG Yacktman Focused Fund	Cost	2,420,920.	2,149,742.
19,193 shs Clearbridge Aggressive Growth	Cost	4,190,354.	3,974,261.
59,141 shs Hartford Midcap Growth Fund	Cost	1,374,972.	1,534,716.
301,954 shs Metropolitan West TR Bond	Cost	3,315,102.	3,179,579.
30,941 shs Nuveen Small Cap Value	Cost	806,941.	781,260.
26,398 shs The Oakmark Fund	Cost	1,786,923.	1,913,375.
41,120 Tortoise North American Pipeline	Cost	963,200.	974,544.
Total Other Publicly Traded Securities		<u>\$ 15,840,685.</u>	<u>\$ 15,502,701.</u>
<u>Other Securities</u>			
2,237 shs Skybridge Mult-Adsr	Cost	2,763,730.	2,527,420.
Total Other Securities		<u>\$ 2,763,730.</u>	<u>\$ 2,527,420.</u>
Total		<u>\$ 18,604,415.</u>	<u>\$ 18,030,121.</u>

Statement 7
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Dividends receivable	\$ 37,367.	\$ 37,367.
Total	<u>\$ 37,367.</u>	<u>\$ 37,367.</u>

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Client TURNING

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Statement 8

Form 990-PF, Part XV, Line 3a

Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Armenian Sisters Academy 440 Upper Gulph Rd. Radnor, PA 19087	N/A	PC	General operating support	\$ 1,000
AT&T Performing Arts Center 700 N Pearl St., Suite N1800 Dallas, TX 75201	N/A	PC	Open Stages Performing Arts Education Program for 2017	\$ 10,000
Audubon Nature Institute 6500 Magazine Street New Orleans, LA 70118	N/A	PC	Towards the Olmsted Renewed Campaign	\$ 5,000
Audubon Nature Institute 6500 Magazine Street New Orleans, LA 70118	N/A	PC	Special event underwriting, general operating support	\$ 2,050
Bishop Manogue Catholic High School 110 Bishop Manogue Dr. Reno, NV 89511	N/A	PC	Towards the Tuition Assistance Program	\$ 4,000
Booker T. Washington High School for Performing Arts P. O Box 192648 Dallas, TX 75219	N/A	PC	Flying Horse sponsorship, general operating support 2016 and 2017	\$ 5,000
Coast Guard Foundation 394 Taugwonk Road Stonington, CT 06378	N/A	PC	2017 Scholarship Program	\$ 10,000
Communities Foundation of Texas 5500 Caruth Haven Lane Dallas, TX 75225	N/A	PC	Towards the Sweetheart Ball Fund benefiting UT Southwestern Medical Center	\$ 1,500
Dallas Arboretum & Botanical Society 8525 Garland Road Dallas, TX 75218	N/A	PC	Early Childhood Education Program for 2017	\$ 5,000
Dallas Children's Advocacy Center 5351 Sameull Blvd. Dallas, TX 75228	N/A	PC	General operating support	\$ 10,000
Dallas Foundation 3963 Maple Avenue, Suite 390 Dallas, TX 75219	N/A	PC	Towards the Mayor's Intern Fellowship Program transportation funds 2016	\$ 10,000

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Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Dallas Museum of Art 1717 N. Harwood Dallas, TX 75201	N/A	PC	Towards event underwriting benefiting the museum's decorative arts programs and general operating budget for 2016	\$ 22,500
Dallas Museum of Art 1717 N. Harwood Dallas, TX 75201	N/A	PC	Towards K-12 Education Programs and other general support for 2017	\$ 25,000
Dallas Theater Center 2400 Flora Street Dallas, TX 75201	N/A	PC	Towards event underwriting benefiting the Center's artistic and educational programming and general operating budget for 2016	\$ 30,000
Dallas Theater Center 2400 Flora Street Dallas, TX 75201	N/A	PC	Towards Project Discovery 2017	\$ 30,000
Dallas Womens Foundation Campbell Center II 8150 N Central Expressway, Suite 110 Dallas, TX 75206	N/A	PC	Towards the Child Care Access Fund	\$ 25,000
Education is Freedom 2200 Ross Avenue, 10th Fl Dallas, TX 75201	N/A	PC	Towards the Scholarship program	\$ 5,000
Family Centers, Inc P. O. Box 7550 Greenwich, CT 06836	N/A	PC	Towards the Health Care Center and general operating support	\$ 54,000
Friends of Greenwich Point P. O. Box 711 Old Greenwich, CT 06870	N/A	PC	2017 Children's Programs and Concerts	\$ 5,000
Friends of Mianus River Park 7 Cogswell Ln. Stamford, CT 06902	N/A	PC	2017 Park Projects	\$ 10,000
Girl Scouts of Northeast Texas 6001 Summerside Dr. Dallas, TX 75252	N/A	PC	General operating support	\$ 1,000
Greenwich Point Conservancy P. O. Box 377 Old Greenwich, CT 06870	N/A	PC	2017 Restoration projects	\$ 5,000

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<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Grossman Burn Foundation 23679 Calabasas Rd., Suite 270 Calabasas, CA 91302	N/A	PC	Towards the Cellphone Communications Program in 3rd world areas for burn victims	\$ 9,174
Lake Tahoe School 995 Tahoe Blvd. Incline Village, NV 89451	N/A	PC	To fund financial assistance for qualified middle school students in the Lake Tahoe Basin	\$ 10,000
Millbrook School 131 Millbrook School Rd. Millbrook, NY 12545	N/A	PC	Towards the Annual Fund for 2016 and 2017	\$ 25,000
Millbrook School 131 Millbrook School Rd. Millbrook, NY 12545	N/A	PC	Towards the Millbrook School Endowment Fund	\$ 166,650
Momentum Institute 106 E. 10th Street Dallas, TX 75203	N/A	PC	Towards the Changing the Odds conference in 2016	\$ 25,000
Nasher Sculpture Center 2001 Flora Street Dallas, TX 75201	N/A	PC	General operating support 2016 and Children's Educational Programs 2017	\$ 15,000
National Brain Tumor Society 55 Chapel St , Suite 200 Newton, MA 02458	N/A	PC	General operating support	\$ 10,000
Newman School 1903 Jefferson Avenue New Orleans, LA 70115	N/A	PC	Towards the Annual Fund 2017	\$ 2,950
North Texas Junior Golf & Education Fnd 2909 Cole Ave., Suite 305 Dallas, TX 75204	N/A	PC	Towards The First Tee Program for youth in 2017	\$ 10,000
North Texas Public Broadcasting 3000 Harry Hines Blvd. Dallas, TX 75201	N/A	PC	Challenge grant for general operating support for KERA TV	\$ 10,000
Parks & Recreation Foundation of the Town of Greenwich, CT P. O Box 5147 Greenwich, CT 06831	N/A	PC	Youth Scholarship Fund 2016 and 2017	\$ 10,000

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Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Perot Museum of Nature & Science 2201 N. Field Street Dallas, TX 75201	N/A	PC	Access and Scholarship Fund and other financial assistance for 2017	\$ 10,000
Round Meadow Elementary School 5151 Round Meadow Rd. Hidden Hills, CA 91302	N/A	PC	Towards the Arts Program	\$ 20,000
Round Meadow Elementary School 5151 Round Meadow Rd. Hidden Hills, CA 91302	N/A	PC	Towards LED lights initiative, the purchase of computer equipment for kindergarten, and other general support	\$ 15,826
Sammons Center for the Arts 3620 Harry Hines Blvd. Dallas, TX 75219	N/A	PC	General operating support	\$ 5,000
Smithsonian Institution P O. Box 37012 Washington, DC 20013	N/A	PC	Towards the William Gross Stamp collection interactive rooms teaching history through stamps	\$ 100,000
SMU Meadows School of the Arts P. O Box 750356 Dallas, TX 75275	N/A	PC	Meadows at the Winspear Program 2016	\$ 1,500
St. Bernard Project, Inc. 8324 Parc Place Chalmette, LA 70043	N/A	PC	Towards homes built for disaster relief in New Orleans, Louisiana and towards the 2017 Training Program	\$ 35,000
Suffield Academy 185 N. Main St. Suffield, CT 06078	N/A	PC	General operating support	\$ 1,000
TACA, Inc. 1722 Routh St., Suite 115 Dallas, TX 75201	N/A	PC	General operating support 2017	\$ 15,000
Tahoe Safe Alliance 948 Incline Way Incline Village, NV 89451	N/A	PC	Towards various underfunded programming for victims of domestic violence, sexual violence, and child abuse and The Carey Forward Fund	\$ 21,000
Teach for America 600 N. Pearl St., Suite 2300 Dallas, TX 75201	N/A	PC	Recruiting and Hiring Teachers for the TFA Program	\$ 75,000

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Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
TITAS (Texas International Theatrical Arts Society) 700 N. Pearl St., Suite 1800 Dallas, TX 75201	N/A	PC	General operating support 2016 and 2017	\$ 10,000
Visiting Nurse Association of Texas 1600 Viceroy Drive, Suite 400 Dallas, TX 75235	N/A	PC	Towards event underwriting benefiting Meals on Wheels and general operations for 2017	\$ 27,500
Volunteers of America Texas, Inc. 300 E Midway Euless, TX 76039	N/A	PC	Towards the Resolana Mentoring Program	\$ 15,000
Total grants paid				<u>\$ 921,650</u>