Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: Michael M. Peacock Foundation

A Employer identification number: 86-0623250

Number and street (or P O box number if mail is not delivered to street address): 12522 Misty Creek | Room/suite:

B Telephone number (see instructions): 210-495-5960

City or town, state or province, country, and ZIP or foreign postal code: San Antonio, TX 78232

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 6,139,315

J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(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 ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	35	35		
	4	Dividends and interest from securities	491,332	491,332		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			8991	
	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)	-31,917	-31,917		
	12	**Total.** Add lines 1 through 11	459,450	459,450	8,991	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	72,000			70,320
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	900			
	c	Other professional fees (attach schedule)	19,657	19,657		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	6,917	4,539		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	55	10		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	99,529	24,206		
	25	Contributions, gifts, grants paid	228,000			228,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	327,529	24,206	0	298,320
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	131,921			
	b	**Net investment income** (if negative, enter -0-)		435,244		
	c	**Adjusted net income** (if negative, enter -0-)			8,991	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	8,088	5,664	5,664
	2 Savings and temporary cash investments	441,605	216,866	216,866
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	6,014,037	5,460,232	5,451,119
	c Investments—corporate bonds (attach schedule)		462,952	465,666
	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 ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	6,463,730	6,145,714	6,139,315
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	6,463,730	6,145,714	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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)	6,463,730	6,145,714	
	31 Total liabilities and net assets/fund balances (see instructions)	6,463,730	6,145,714	

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	6,463,730
2	Enter amount from Part I, line 27a	2	131,921
3	Other increases not included in line 2 (itemize) ▶ short term securities gains	3	8,991
4	Add lines 1, 2, and 3	4	6,604,642
5	Decreases not included in line 2 (itemize) ▶ long term securities losses	5	-458,928
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,145,714

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 schedule			
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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

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	-458,928
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	8,991

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	84,300	1,590,485	0.0530
2014	20,000	386,320	0.0518
2013	30,184	392,939	0.0768
2012	34,662	400,798	0.0865
2011	31,093	507,996	0.0612

2	**Total** of line 1, column (d)	2	0.3293
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	0.0659
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,740,588
5	Multiply line 4 by line 3	5	378,304
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,352
7	Add lines 5 and 6	7	382,656
8	Enter qualifying distributions from Part XII, line 4	8	298,320

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	8,705
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	
3	Add lines 1 and 2	3	8,705
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	8,705
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 8,500		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	8,500
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	205
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		✓
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Arizona			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	✓	
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)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ N/A

14 The books are in care of ▶ David W. Miller Telephone no. ▶ 480-451-1324

Located at ▶ 9892 E. Charter Oak Road Scottsdale, AZ ZIP+4 ▶ 85260

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 |

			Yes	No
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		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☑ 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		✓
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? ☐ Yes ☑ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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?	4b		✓

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**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ✓

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? **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
Brock G. Peacock 12522 Misty Creek San Antonio, TX 78232	Director, 4 hours	24,000	0	0
Bonnie Peacock 1232 Oak Knoll Drive Concord, CA 94521	Director, 5 hours	24,000	0	0
Debi Peacock 137 Tristant Drive Mountain Village, CO 81435	Director, 5 hours	24,000	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

Total number of other employees paid over $50,000 ▶ NONE

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
Total number of others receiving over $50,000 for professional services . . . . ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3 N/A	
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	5,618,351
b	Average of monthly cash balances	1b	209,657
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,828,008
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	5,828,008
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	87,420
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,740,588
6	**Minimum investment return.** Enter 5% of line 5	6	287,029

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	287,029
2a	Tax on investment income for 2016 from Part VI, line 5	2a	8,705		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,705
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	278,324
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	278,324
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	278,324

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	298,320
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	298,320
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	298,320

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				278,324
2	Undistributed income, if any, as of the end of 2016				
a	Enter amount for 2015 only			None	
b	Total for prior years: 20___,20___,20___		None		
3	Excess distributions carryover, if any, to 2016:				
a	From 2011 . . . 6,507				
b	From 2012 . . . 15,298				
c	From 2013 . . . 11,179				
d	From 2014 . . . 1,305				
e	From 2015 . . . 7,154				
f	**Total** of lines 3a through e	41,443			
4	Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 298,320				
a	Applied to 2015, but not more than line 2a			None	
b	Applied to undistributed income of prior years (Election required—see instructions)		None		
c	Treated as distributions out of corpus (Election required—see instructions)	None			
d	Applied to 2016 distributable amount				278,324
e	Remaining amount distributed out of corpus	19,996			
5	Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	None			None
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	61,439			
b	Prior years' undistributed income. Subtract line 4b from line 2b		None		
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		None		
d	Subtract line 6c from line 6b Taxable amount—see instructions		None		
e	Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions			None	
f	Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				None
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)	None			
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	6,507			
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	54,932			
10	Analysis of line 9:				
a	Excess from 2012 . . . 15,298				
b	Excess from 2013 . . . 11,179				
c	Excess from 2014 . . . 1,305				
d	Excess from 2015 . . . 7,154				
e	Excess from 2016 . . . 19,996				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling . . . . . . ▶ N/A

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

	Tax year (a) 2016	Prior 3 years (b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter. (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Total ▶ 3a				228,000
b *Approved for future payment*				
Total ▶ 3b				NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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)					

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 N/A

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	N/A

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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.

x Brock D. Peacock 08/14/17 Director

Signature of officer or trustee | Date | 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	Preparer's signature	Date	Check ☑ if self-employed	PTIN
David W. Miller	David W. Miller	8/5/17		P00183176

Firm's name ▶ David W. Miller / Miller & Miller Accounting — Firm's EIN ▶

Firm's address ▶ 9892 E. Charter Oak Road Scottsdale, AZ 85260 — Phone no 480-451-13324

Michael M. Peacock Foundation
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Part XV - Supplementary Information

Recipient Name and Address	Relation	Status	Purpose	Amount
Telluride Foundation 220 E. Colorado Ave Suete 106; Telluride, CO 81435	N/A	501(c) (3)	Genl Oper Immunizations	$ 10,000
Homes for Our Troops 6 Main St ; Taunton, MA 02780	N/A	501(c) (3)	Genl Oper	3,000
Greyhound Friends for Life PO Box 549; Fulton, CA 95439-8861	N/A	501(c) (3)	Genl Oper	3,000
Shelter Network-Life Moves Organization 181 Constitution Drive; Menlo Park, CA 94025	N/A	501(c) (3)	Genl Oper	5,000
Fine Arts Museum of San Francisco 50 Hagiwara Tea Garden Dr.; San Francisco, CA 94118-4502	N/A	501(c) (3)	Monet Exhibit	10,000
Doctors Without Borders 333 7th Ave ' New York, NY 10001-5004	N/A	501(c) (3)	Genl Oper	5,000
Exploratorium Pier 15 The Embarcadero & Green St., Suite 100; San Francisco, CA 94111	N/A	501(c) (3)	Genl Oper	5,000
Boys and Girls Club of the Peninsula 401 Pierce Rd.; Menlo Park, CA 90425	N/A	501(c) (3)	Genl Oper	5,000
Peninsula Open Space Trust 222 High St ; Palo Alto, CA 94301	N/A	501(c) (3)	Genl Oper	5,000
UCSF Medical Center at Mission Bay 505 Parnasssus Ave , Box 0208, San Francisco, CA 94143	N/A	501(c) (3)	Genl Oper	5,000
Telluride Women Give-Telluride Medical Center Foundation 500 W Pacific Ave, PO Box 2096, Telluride, CO 81435	N/A	501(c) (3)	Genl Oper	5,000
Second Chance 309 Sherman St, PO Box 2096' Ridgeway, CO 81432	N/A	501(c) (3)	Genl Oper	2,500
Rim Country Hospice PO Box 305 Payson, AZ 85547	N/A	501(c) (3)	Genl Oper	5,000
Telluride Adaptive Sports Program 568 Mtn Village Blvd, PO Box 2254; Telluride, CO 81435	N/A	501(c) (3)	Genl Oper	2,500
The Peacock Foundation 263 W. Olive Ave. #48; Burbank CA 91502	N/A	501(c) (3)	Genl Oper	3,000
US Friends of the David Sheldrick Wildlife Trust 25283 Cabot Rd., Suite 101; Laguna Hills, CA 92653	N/A	501(c) (3)	Genl Oper	5,000
Las Trampas 3416 Lana Lane; Lafayette, CA 94549	N/A	501(c) (3)	Capital Campaign	20,000
Shelter Inc. Of Contra Costa 1333 Willow Pass Rd #206; Concord, CA 94520	N/A	501(c) (3)	Genl Oper	10,500
Monument Crisis Center 1990 Market St.l Concord, Ca 94520	N/A	501(c) (3)	Genl Oper	7,000
Loaves and Fishes 835 Ferry St.; Martinex, CA 94553	N/A	501(c) (3)	Genl Oper	5,000

Southwest Autism Research Center 300 N 18th St.; Phoenix, AZ 85006	N/A	501(c) (3)	Genl Oper	1,500
Tony La Russa Animal Rescue Foundation 2890 Mitchell Dr.; Walnut Creek, CA 94598	N/A	501(c) (3)	Genl Oper	1,500
Cancer Support Community 3276 McNutt Ave.; Walnut Creek, CA 94597	N/A	501(c) (3)	Genl Oper	7,000
Diabetic Youth Foundation 5167 Clayton Rd , Suite F; Concord, CA 94521	N/A	501(c) (3)	Genl Oper	2,500
The Edible Schoolyard Project 1517 Shattuck Ave., Berkely, CA 94709	N/A	501(c) (3)	Genl Oper	2,500
Hospice of the East Bay 3470 Buskirk Ave., Pleasant Hill, CA 94523	N/A	501(c) (3)	Genl Oper	3,500
Meals on Wheels and Senior Outreach Services 1300 Civic Dr.; Walnut Creek, CA 94596	N/A	501(c) (3)	Genl Oper	7,000
Food Bank of Contra Costa & Solano P O. Box 6324; Concord, CA 94524	N/A	501(c) (3)	Genl Oper	5,000
UT Health Science Center 7703 floyd Curl Dr ; San Antonio, TX 78229	N/A	501(c) (3)	Genl Oper	20,000
PET of Aan Antoni/ Mobility Worldwide PO Box 701172; San Antonio, TX 78570	N/A	501(c) (3)	Genl Oper	4,000
Christian Senior Services Center 4306 N W. Loop 410; San Antonio, TX 78229	N/A	501(c) (3)	Genl Oper	4,500
Children's Hospital of San Antonio 100 NE Loop 410, Suite 706; San Antonio, TX 78216	N/A	501(c) (3)	Genl Oper	12,500
Paws 4 Hearts Therapy Dogs 3019 View Ridge Dr., Spring Branch, TX, 78070	N/A	501(c) (3)	Genl Oper	1,000
Friends of Hospice San Antonio PO Box 40487, TX 78229	N/A	501(c) (3)	Genl Oper	5,000
ChildSafe 7130 W. US Hwy. 90, San Antoino, TX 78227	N/A	501(c) (3)	Genl Oper	17,500
Children's Bereavement Center 205 W. Olmos Dr.; San Antonio , TX 78227	N/A	501(c) (3)	Genl Oper	4,500
Animal Defense League 11300 Nachogdoches Rd.; San Antonio, TX 78217	N/A	501(c) (3)	Genl Oper	2,500
San Antonio Pets Alive Inc. P.O. Box 830006; San Antonio, TX 78283	N/A	501(c) (3)	Genl Oper	2,000
Operation Homefront Inc. 1355 Central Parkway So., Suite 100; San Antonio, TX 78232	N/A	501(c) (3)	Genl Oper	2,500
				228,000

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Part IV - Capital Gains and Losses

Shares	Description	Prch Date	Sales Date	Basis	Proceeds	Gain/Loss
43500	AK Steel Holding Co	various	2/5/2016	$ 127,110.00	$ 99,413.27	$ (27,696 73)
11400	Baytex Energy Corp	various	2/5/2016	$ 51,330.00	$ 22,843 35	$ (28,486 65)
52500	Enerplus Resources Corp	various	2/19/2016	$ 375,100 09	$ 155,851 58	$ (219,248 51)
4640	Hatteras Finl Corp	10/26/2015	7/15/2016	$ 73,590.40	$ 73,544 00	$ (46 40)
165	Nextera Energy Inc	various	2/5/2016	$ 9,189 05	$ 18,751 90	$ 9,562 85
81324	Pengrowth Energy Corp	10/26/2015	2/15/2016	$ 74,004.84	$ 60,587.71	$ (13,417 13)
250000	Perpetual Energy	10/26/2015	2/5/2016	$ 123,275 00	$ 8,099.85	$ (115,175 15)
442	UDR Inc	2/3/2009	2/5/2016	$ 6,042.16	$ 15,487.84	$ 9,445 68
75	Yellow Media Inc	4/16/2008	2/5/2016	$ 74,724.60	$ 859 71	$ (73,864 89)
0.136	Annaly Capital MGT	10/26/2015	7/18/2016	$ 1.42	$ 1.44	$ 0 02
				$ 914,367.56	$ 455,440 65	$ (458,926.91)
1000	Valero Energy Corp	7/26/2016	11/30/2016	$ 52,689 00	$ 61,679 81	$ 8,990.81

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Part I, Line 16 (b)

Miller & Miller Accounting - tax return preparation	$	900 00

Part I, Line 16 (c)

Sonora Investment Management - Advisory Fees	$	19,656.68

Part I, Line 18

Internal Revenue Service - excise tax, investment income	$	2,378.00
Charles Schwab & Co. - foreign tax withholding		4,539.48
	$	6,917.48

Part I, Line 23

Arizona Corporation Commission - certificate of disclosure	$	10.00
The Record Reporter - publication of annual disclosure		35.18
Charles Schwab & Co - reorganization fee		9 95
	$	55.13

Part I, Line 11

Partnership Loss CVR Refinning LP 37-1702463	$	(31,917 00)

Part II, Line 10 (b)

		Book Value		
Shares	*Description*	*Beg Bal*	*End Bal*	*FMV*
18000	AGNC Investment Corp	$345,240.00	$337,494.18	$326,340.00
1565	AT&T Inc	-	58,505 24	66,559.45
58000	AllianzGI Convertible & Income Fund II	402,575 79	402,575.79	331,180 00
53000	AllianzGI Convertible & Income Fund	387,224.72	387,224 72	338,140 00
500	BB&T Corp	-	20,392 70	23,510 00
15000	Canoe EIT Income Fund	146,932.95	146,932 95	133,350.00
2000	Chemtrade Logistics Income Fund	17,302.13	17,302 13	28,255.40
26400	Chimera Investment	375,408.00	375,408.00	449,328.00
2885	CISCO Systems	-	77,979 37	87,184.70
600	Exxon Mobil Corp	-	49,367.40	541,156.00
300	Helmerich & Payne	-	20,989.45	23,220.00
4334	Invesco Advantage Muni Incm Tr II	49,364.26	49,364.26	48,454 12
4828	Invesco Trust Invt Grade Muni	62,522 60	62,522.60	61,557.00
1000	Manulife Financial Corporation Pfd	17,915.58	17,915.58	17,820.05
300	Merck & Co	-	19,406.65	17,661.00
6148	Nuveen Div Advantage	85,026.84	85,026.84	85,826.08
34496	Pimco Income Strategy	353,239.04	353,239.04	3,646,223.72
38000	Pimco Income Srategy II	348,460.00	348,460 00	360,620.00

8321	Pimco Municipal Income I	101,183.36	101,183.36	101,682.62
650	Proctor & Gamble	-	52,610.05	54,652.00
750	Schlumberger Ltd.	-	51,402.00	62,962.50
990	Verizon Communication	-	49,991.24	52,846.20
26573	Wells Fargo Income Oppty	209,926.70	209,926.70	225,339.04
39468	Western Asset High Income	270,750.48	270,750.48	279,433.44
15774	Annaly Capital Management	164,308 18	156,337.58	157,266.78
12500	Armour Residential	264,237.76	234,450.86	271,125.00
2000	Colony Starwood Hms	49,500.00	49,058.44	57,620.00
20401	CVR Refining LP	384,564.93	352,670.93	212,170.40
40000	CYS Investments	320,440.01	309,280.01	309,200.00
20200	Hospitality Properties Trust	-	49,917.23	69,828 00
20000	Invesco Mortgage Capital	247,800.00	247,800.00	29,200.00
12500	Starwood Property Trust	256,500.00	256,500.00	274,375 00
24233	Two Harbors Invest	214,946.71	214,946.71	211,311.76
827	Yellow Pages Media Ltd 22 wts	11,519.48	11,519.48	1,794.84
50,000	Priszm Income Fund	12,779.95	12,779 95	0
		$5,099,669.47	$5,461,231 92	$8,957,193.10

Part II, Line 10 (c)

		Book Value		
		Beg Bal	*End Bal*	*FMV*
120000	Valero Energy Corp 6.125% 2/1/20	$ -	$ 129,380.40	$ 132,431.52
125000	L. Brands Inc 7.00% 5/1/20	-	141,062.50	140,468.75
145000	Gap Inc. 5 95% 4/12/21	-	152,484.55	152,933.39
40000	Blucora Inc 4 25% 4/1/19	-	40,025.00	39,832.00
		$ -	$ 462,952.45	$ 465,665.66