

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

2014

Department of the Treasury
Internal Revenue Service

▶ **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

Open to Public Inspection

For calendar year 2014, or tax year beginning 10/01, **2014, and ending** 9/30, **2015**

THE BYERLY FOUNDATION
PO DRAWER 1925
HARTSVILLE, SC 29551

A Employer identification number
57-0324909

B Telephone number (see instructions)
843-383-2400

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

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization 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)
▶ \$ 19,984,030

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)
REVENUE	1 Contributions, gifts, grants, etc. received (attach schedule)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	480,455	480,455	480,455	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	903,942			
	b Gross sales price for all assets on line 6a	6,936,306			
	7 Capital gain net income (from Part IV line 2)		903,942		
	8 Net short term capital gain			0	
	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	1,384,397	1,384,397	480,455		
ADMINISTRATIVE AND EXPENSES	13 Compensation of officers, directors, trustees, etc.	48,322			33,825
	14 Other employee salaries and wages	18,475			12,932
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	19,133			13,393
	c Other prof. fees (attach sch) SEE ST 2	100			70
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 3	10,200	125		5,332
	19 Depreciation (attach sch) and depletion. SEE STMT 4	9,785			
	20 Occupancy	39,113			27,379
	21 Travel, conferences, and meetings	7,233			5,063
	22 Printing and publications	494			346
	23 Other expenses (attach schedule) SEE STATEMENT 5	179,585	114,335		49,120
	24 Total operating and administrative expenses Add lines 13 through 23	332,440	114,460		147,460
	25 Contributions, gifts, grants paid PART XV	381,511			1,140,741
26 Total expenses and disbursements. Add lines 24 and 25	713,951	114,460	0	1,288,201	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	670,446				
b Net investment income (if negative enter 0)		1,269,937			
c Adjusted net income (if negative enter 0)			480,455		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash – non interest bearing	6,353	12,226	12,226
	2	Savings and temporary cash investments	1,064,105	347,291	347,291
	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	10,516	8,290	8,290
	10a	Investments – U S and state government obligations (attach schedule)	864,858	890,582	890,582
	b	Investments – corporate stock (attach schedule)	14,026,365	11,934,400	11,934,400
	c	Investments – corporate bonds (attach schedule)	1,200,414	1,180,976	1,180,976
	11	Investments – land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)	5,173,631	5,475,031	5,475,031	
14	Land, buildings and equipment basis	358,838			
	Less accumulated depreciation (attach schedule)	223,604	135,234	135,234	
15	Other assets (describe)				
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	22,491,261	19,984,030	19,984,030	
LIABILITIES	17	Accounts payable and accrued expenses	2,743	3,452	
	18	Grants payable	1,359,984	674,364	
	19	Deferred revenue			
	20	Loans from officers, directors trustees & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)		2	
	23	Total liabilities (add lines 17 through 22)	1,362,727	677,818	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31		<input checked="" type="checkbox"/>		
	24	Unrestricted	21,128,534	19,306,212	
	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)	21,128,534	19,306,212	
	31	Total liabilities and net assets/fund balances (see instructions)	22,491,261	19,984,030	

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	21,128,534
2	Enter amount from Part I, line 27a	2	670,446
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	21,798,980
5	Decreases not included in line 2 (itemize)	5	2,492,768
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	19,306,212

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 (month day year)	(d) Date sold (month day year)
1 a ST- PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b LT - PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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 1,181,653		1,237,977	-56,324
b 5,754,653		4,794,387	960,266
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k) but not less than 0) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-56,324
b			960,266
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	903,942
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	-56,324

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 (column (b) divided by column (c))
2013	890,114	22,214,898	0.040068
2012	1,284,897	21,463,695	0.059864
2011	790,692	20,311,597	0.038928
2010	792,939	20,916,091	0.037910
2009	668,555	19,826,986	0.033719

2 Total of line 1 column (d)	2	0.210489
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	0.042098
4 Enter the net value of noncharitable use assets for 2014 from Part X, line 5	4	21,577,912
5 Multiply line 4 by line 3	5	908,387
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,699
7 Add lines 5 and 6	7	921,086
8 Enter qualifying distributions from Part XII, line 4	8	1,288,201

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 instrs)			
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	12,699
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12 column (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	12,699
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	12,699
6 Credits/Payments			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014		6 a	8,090
b Exempt foreign organizations – tax withheld at source		6 b	
c Tax paid with application for extension of time to file (Form 8868)		6 c	
d Backup withholding erroneously withheld		6 d	
7 Total credits and payments Add lines 6a through 6d		7	8,090
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	4,609
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 2015 estimated tax.		11	
		Refunded	

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 ▶ \$ <u>0</u> (2) On foundation managers ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ <u>0</u>		
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, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>SC</u>		
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? <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 2014 or the taxable year beginning in 2014 (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

BAA

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW BYERLYFOUNDATION ORG</u>	X		
14	The books are in care of <u>RICHARD PUFFER</u> Telephone no <u>(843) 383-2400</u> Located at <u>ONE NORTH SECOND STREET HARTSVILLE SC</u> ZIP + 4 <u>29550</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		N/A	
16	At any time during calendar year 2014, 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?		Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114 (formerly TD F 90 22 1) If Yes enter the name of the foreign country			X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies		Yes	No
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 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		
1 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"/>		N/A
1 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 2014?		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 2014 did the foundation have any undistributed income (lines 6d and 6e Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, list the years <u>20__ , 20__ 20__ 20__</u>		
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)		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 2014 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 2014.)		N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2014?		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

If Yes, attach the statement required by Regulations section 53.4945 5(d) N/A

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

b Did the foundation during the year, pay premiums directly or indirectly, on a personal benefit contract? Yes No

If Yes to 6b, file Form 8870

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

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter 0)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
SEE STATEMENT 8		48,322	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 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 ▶ 0

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 THE ORGANIZATION IS NOT INVOLVED DIRECTLY IN THE ACTIVE CONDUCT OF CHARITABLE ACTIVITIES. THE FOUNDATION MAKES GRANTS TO OTHER ORGANIZATIONS SO THAT OTHERS MAY CARRY ON ACTIVE CHARITABLE ACTIVITIES.	
2 -----	
3 -----	
4 -----	

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

Describe the two largest program related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2 -----	
All other program related investments. See instructions.	
3 -----	

Total Add lines 1 through 3 ▶ 0

BAA Form 990 PF (2014)

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	21,249,344
b	Average of monthly cash balances	1 b	521,932
c	Fair market value of all other assets (see instructions)	1 c	135,234
d	Total (add lines 1a b and c)	1 d	21,906,510
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	21,906,510
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount see instructions)	4	328,598
5	Net value of noncharitable use assets Subtract line 4 from line 3 Enter here and on Part V line 4	5	21,577,912
6	Minimum investment return Enter 5% of line 5	6	1,078,896

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	1,078,896
2 a	Tax on investment income for 2014 from Part VI, line 5	2 a	12,699
b	Income tax for 2014 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	12,699
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,066,197
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,066,197
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	1,066,197

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	1,288,201
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	1,288,201
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	12,699
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	1,275,502

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				1,066,197
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			986,998	
b Total for prior years 20 __, 20 __, 20 __		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII line 4 ▶ \$ 1,288,201				
a Applied to 2013, but not more than line 2a			986,998	
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 2014 distributable amount				301,203
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (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 2013 Subtract line 4a from line 2a Taxable amount – see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				764,994
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 2009 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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 2014, 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)

	Tax year				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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					

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

SEE STATEMENT 9

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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
<p><i>a Paid during the year</i> SEE STATEMENT 10</p>				
<p>Total ▶ 3 a</p>				<p>1,067,130</p>
<p><i>b Approved for future payment</i> SEE STATEMENT 11</p>				
<p>Total ▶ 3 b</p>				<p>727,080</p>

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3 month extension on a previously filed Form 8868

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3 month automatic extension of time to file (6 months for a corporation required to file Form 990 T) or an additional (not automatic) 3 month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870 Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time Only submit original (no copies needed)

A corporation required to file Form 990 T and requesting an automatic 6 month extension – check this box and complete Part I only

All other corporations (including 1120 C filers) partnerships, REMICs and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer see instructions THE BYERLY FOUNDATION	Employer identification number (EIN) or 57-0324909
File by the due date for filing your return See instructions	Number street and room or suite number If a P O box see instructions PO DRAWER 1925	Social security number (SSN)
	City town or post office state and ZIP code For a foreign address see instructions HARTSVILLE, SC 29551	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990 EZ	01	Form 990 T (corporation)	07
Form 990 BL	02	Form 1041 A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990 PF	04	Form 5227	10
Form 990 T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990 T (trust other than above)	06	Form 8870	12

● The books are in the care of ▶ RICHARD PUFFER -----

Telephone No ▶ (843) 383-2400 ----- Fax No ▶ -----

- If the organization does not have an office or place of business in the United States check this box
- If this is for a Group Return enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group check this box If it is for part of the group check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3 month (6 months for a corporation required to file Form 990 T) extension of time until 5/15 20 16 to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ▶ calendar year 20 _____ or
- ▶ tax year beginning 10/01 20 14, and ending 9/30 20 15

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return Change in accounting period

3a If this application is for Forms 990 BL 990 PF, 990 T 4720 or 6069 enter the tentative tax less any nonrefundable credits See instructions	3a	\$	12,699
b If this application is for Forms 990 PF 990 T 4720, or 6069 enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	\$	8,090
c Balance due Subtract line 3b from line 3a Include your payment with this form, if required by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$	4,609

Caution If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868 see Form 8453 EO and Form 8879 EO for payment instructions

THE BYERLY FOUNDATION

57-0324909

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 19
ALLOCATED DEPRECIATION

DATE ACQUIRED	COST BASIS	PRIOR YR DEPR	METHOD	RATE	LIFE	CURRENT YR DEPR	NET INVEST INCOME	ADJUSTED NET INCOME
10/14/11	1,399	840	S/L		5	280	0	0
BUILDING IMPROVEMENTS 8/31/13	14,650	1,587	S/L		10	1,465	0	0

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
COMMUNITY RELATIONS EXPENSE	\$ 6,286			\$ 6,286
DUES AND SUBSCRIPTIONS	14,278			9,994
INSURANCE	14,239			11,526
INVESTMENT ACCOUNT EXPENSES	114,335	\$ 114,335		
MISCELLANEOUS	18,345			12,841
OTHER EXPENSE	12,102			8,473
TOTAL	\$ 179,585	\$ 114,335	\$ 0	\$ 49,120

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM DEPREC	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	\$ 47,525	\$ 47,201	\$ 324	\$ 324
BUILDINGS	251,385	148,074	103,311	103,311
IMPROVEMENTS	39,928	28,329	11,599	11,599
LAND	20,000		20,000	20,000
TOTAL	\$ 358,838	\$ 223,604	\$ 135,234	\$ 135,234

STATEMENT 7
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NET UNREALIZED GAINS OR LOSSES ON INVESTMENTS		\$ 2,492,768
TOTAL		\$ 2,492,768

THE BYERLY FOUNDATION

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STATEMENT 8
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
BRIANNA DOUGLAS 1 N SECOND ST HARTSVILLE, SC 29550	CHAIRMAN 0 50	\$ 0	\$ 0	\$ 0
HARRIS DELOACH, JR 620 W HOME AVE HARTSVILLE, SC 29550	DIRECTOR 0 50	0	0	0
BILL PERRY 1 N SECOND ST HARTSVILLE, SC 29550	DIRECTOR 0 50	0	0	0
BOB BROWN 1 N SECOND ST HARTSVILLE, SC 29550	DIRECTOR 0 50	0	0	0
MONTY BELL 812 14TH STREET HARTSVILLE, SC 29550	DIRECTOR 0 50	0	0	0
NANCY MCGEE 115 W LAIER DR HARTSVILLE, SC 29550	DIRECTOR 0 50	0	0	0
SHELAGH HENDRICKSON 214 NORTH FIFTH STREET HARTSVILLE, SC 29550	ADMIN ASSISTANT 0 50	0	0	0
JEROME REYES, DR 447 OAKDALE DR HARTSVILLE, SC 29550	DIRECTOR 0 50	0	0	0
BARRY SAUNDERS ONE NORTH SECOND STREET HARTSVILLE, SC 29550	TREASURER 0 50	0	0	0
ALVIN T HEATLEY, DR 1413 HEATLEY DRIVE HARTSVILLE, SC 29550	DIRECTOR 0 50	0	0	0
RAINEY KNIGHT 1 NORTH SECOND STREET HARTSVILLE, SC 29550	DIRECTOR 0 50	0	0	0
RICHARD PUFFER N SECOND STREET HARTSVILLE, SC 29550	EXECUTIVE DIREC 20 00	48,322	0	0
TOTAL		\$ 48,322	\$ 0	\$ 0

THE BYERLY FOUNDATION

57-0324909

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM	
NAME	THE BYERLY FOUNDATION
CARE OF	RICHARD PUFFER
STREET ADDRESS	PO DRAWER 1925
CITY, STATE, ZIP CODE	HARTSVILLE, SC 29551
TELEPHONE	843-383-2400
E-MAIL ADDRESS	BYERLYFDN@YAHOO COM
FORM AND CONTENT	PROVIDED UPON REQUEST
SUBMISSION DEADLINES	PROVIDED UPON REQUEST
RESTRICTIONS ON AWARDS	LIMITED TO DARLINGTON COUNTY, SOUTH CAROLINA AND SURROUNDING COMMUNITIES

STATEMENT 10
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
HARTSVILLE CHRISTMAS IN APRIL 405 HAWTHORNE DRIVE (PO BOX 578) HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	\$ 40,000
TREES FOR TOMORROW 214 N FIFTH STREET (PO BOX 578) HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	10,000
PEE DEE COALITION AGST DOM & SEX ASSAULT PO BOX 1351 FLORENCE, SC 29503	NONE	PUBLIC	COMMUNITY SUPPORT	42,200
BLACK CREEK ARTS COUNCIL PO BOX 24 HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	30,000
HARTSVILLE HIGH SCHOOL 701 LEWELLYN AVE HARTSVILLE, SC 29550	NONE	PUBLIC	PUBLIC SCHOOL SUPPORT	33,000
DARLINGTON COUNTY FIRST STEPS PO BOX 1357 HARTSVILLE, SC 29551	NONE	PUBLIC	COMMUNITY SUPPORT	29,630

THE BYERLY FOUNDATION

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
FREE MEDICAL CLINIC OF DARLINGTON COUNTY 203 GROVE ST DARLINGTON, SC 29532	NONE	PUBLIC	COMMUNITY SUPPORT	\$ 20,000
COMMUNITY FDN FOR A BETTER HARTSVILLE 214 N FIFTH STREET HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	125,000
KALMIA GARDENS 1624 W CAROLINA AVE HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	17,000
COKER COLLEGE 300 E COLLEGE AVE HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	500,000
HARTSVILLE MIDDLE SCHOOL HIGHWAY 151 HARTSVILLE, SC 29550	NONE	PUBLIC	PUBLIC SCHOOL SUPPORT	10,000
HARTSVILLE COMMUNITY CHORUS 7002 W COLLEGE AVE HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	5,000
CAROLINA KIDS PO BOX 28 HARTSVILLE, SC 29551	NONE	PUBLIC	COMMUNITY SUPPORT	17,500
HARTSVILLE POLICE DEPARTMENT 135 W CAROLINA AVE HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	6,000
DARLINGTON COUNTY HABITAT FOR HUMANITY PO BOX 1983 HARTSVILLE, SC 29551	NONE	PUBLIC	COMMUNITY SUPPORT	60,000
CITY OF HARTSVILLE PO DRAWER 2497 HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	60,000
SC LIONS FOUNDATION 234 OUTLET POINTE BLVD SUITE C COLUMBIA, SC 29210	NONE	PUBLIC	COMMUNITY SUPPORT	5,000
CYPRESS ADVENTURES, INC PO BOX 405 HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	35,000

THE BYERLY FOUNDATION

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
DARLINGTON COUNTY DISABILITIES & SPECIAL 201 NORTH DAMASCUS CHURCH ROAD HARSTVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	\$ 21,800

TOTAL \$ 1,067,130

STATEMENT 11
FORM 990-PF, PART XV, LINE 3B
RECIPIENT APPROVED FOR FUTURE PAYMENT

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
HARTSVILLE MIDDLE SCHOOL HIGHWAY 151 HARTSVILLE, SC 29550	NONE	PUBLIC	PUBLIC SCHOOL SUPPORT	\$ 26,980
HARTSVILLE HIGH SCHOOL 701 LEWELLYN AVE HARTSVILLE, SC 29550	NONE	PUBLIC	PUBLIC SCHOOL SUPPORT	10,000
DARLINGTON COUNTY FIRST STEPS PO BOX 1357 HARTSVILLE, SC 29551	NONE	PUBLIC	COMMUNITY SUPPORT	24,200
HARTSVILLE COMMUNITY CHORUS 7002 W COLLEGE AVE HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	5,000
CITY OF HARTSVILLE PO DRAWER 2497 HARTSVILLE, SC 29551	NONE	PUBLIC	COMMUNITY SUPPORT	100,000
COKER COLLEGE 300 E COLLEGE AVE HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	450,000
HARTSVILLE POLICE DEPARTMENT 135 W CAROLINA AVE HARSTVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	24,000
HARTSVILLE FAMILY YMCA 111 EAST CAROLINA AVE HARSTVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	46,900

THE BYERLY FOUNDATION

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3B
RECIPIENT APPROVED FOR FUTURE PAYMENT

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
CYPRESS ADVENTURES, INC PO BOX 405 HARTSVILLE, SC 29550	NONE	PUBLIC	COMMUNITY SUPPORT	\$ 40,000.
			TOTAL	\$ <u>727,080.</u>