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Form 990-PF



Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

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







OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation FREY FOUNDATION		<b>A Employer identification number</b>  23-7094777	
Number and street (or P O box number if mail is not delivered to street address) 40 PEARL STREET NW NO 1100		<b>B Telephone number</b> (see instructions)  (616) 451-0303	
City or town, state or province, country, and ZIP or foreign postal code GRAND RAPIDS, MI 495033028		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 151,847,233		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	226	226		
	<b>4</b> Dividends and interest from securities. . . . .	2,778,475	2,777,562		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 	8,306,537			
	<b>b</b> Gross sales price for all assets on line 6a 22,039,317				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . . .		8,294,063		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . . 	198,684	212,724	0	
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	11,283,922	11,284,575	0	
	<b>13</b> Compensation of officers, directors, trustees, etc	401,168	98,034	0	303,134
	<b>14</b> Other employee salaries and wages . . . . .	407,655	38,384	0	369,271
	<b>15</b> Pension plans, employee benefits . . . . .	155,186	27,817	0	127,369
	<b>16a</b> Legal fees (attach schedule). . . . . 	74,606	2,126	0	72,480
	<b>b</b> Accounting fees (attach schedule). . . . . 	23,515	3,703	0	18,812
	<b>c</b> Other professional fees (attach schedule) . . . . 	975,545	754,324	0	210,563
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) 	253,436	43,394	0	0
	<b>19</b> Depreciation (attach schedule) and depletion . . .				
	<b>20</b> Occupancy . . . . .	68,433	13,687	0	54,746
	<b>21</b> Travel, conferences, and meetings . . . . .	151,174	27,739	0	123,435
	<b>22</b> Printing and publications . . . . .	7,266	235	0	7,031
	<b>23</b> Other expenses (attach schedule). . . . . 	278,454	28,554	0	221,884
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	2,796,438	1,037,997	0	1,508,725
	<b>25</b> Contributions, gifts, grants paid . . . . .	5,235,003			4,958,203
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	8,031,441	1,037,997	0	6,466,928
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	3,252,481			
	<b>b Net investment income</b> (if negative, enter -0-)		10,246,578		
	<b>c Adjusted net income</b> (if negative, enter -0-)			0	

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 . . . . .			200	199	199
	2	Savings and temporary cash investments . . . . .			1,594,343	3,471,250	3,471,250
	3	Accounts receivable ▶ <u>384</u>					
		Less allowance for doubtful accounts ▶ _____				384	384
	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) . . . . .			6,344,497	8,163,907	8,163,907
	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) . . . . .			128,135,143	139,511,676	139,511,676
	14	Land, buildings, and equipment basis ▶ <u>665,605</u>					
		Less accumulated depreciation (attach schedule) ▶ <u>203,910</u>			413,934	461,695	461,695
	15	Other assets (describe ▶ _____)			78,277	238,122	238,122
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)			136,566,394	151,847,233	151,847,233
	17	Accounts payable and accrued expenses . . . . .			62,657	75,208	
	18	Grants payable . . . . .			1,344,700	1,621,500	
	19	Deferred revenue . . . . .					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule) . . . . .					
	22	Other liabilities (describe ▶ _____)					
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			1,407,357	1,696,708	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	24	Unrestricted . . . . .			135,159,037	150,150,525	
	25	Temporarily restricted . . . . .					
	26	Permanently restricted . . . . .					
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>					
	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	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .			135,159,037	150,150,525	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .			136,566,394	151,847,233	

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	135,159,037
2	Enter amount from Part I, line 27a . . . . .	2	3,252,481
3	Other increases not included in line 2 (itemize) ▶ _____	3	14,416,151
4	Add lines 1, 2, and 3 . . . . .	4	152,827,669
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,677,144
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	150,150,525

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 Additional Data Table			
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 See Additional Data Table			
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 See Additional Data Table			
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	8,294,063
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	

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 page 18 of 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))
2012	8,553,587	131,242,768	0 065174
2011	5,822,101	132,062,671	0 044086
2010	5,870,215	122,190,270	0 048042
2009	6,970,562	108,332,888	0 064344
2008	7,143,746	132,866,484	0 053766

2	Total of line 1, column (d). . . . .	2	0 275412
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 055082
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	140,515,335
5	Multiply line 4 by line 3. . . . .	5	7,739,866
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	102,466
7	Add lines 5 and 6. . . . .	7	7,842,332
8	Enter qualifying distributions from Part XII, line 4. . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	6,545,706

<b>Part VI    Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>		
<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	204,932
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	204,932
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b> <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	204,932
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	181,522
<b>b</b> Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	40,000
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	221,522
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	465
<b>9</b> <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>	<b>9</b>	
<b>10</b> <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . <input type="checkbox"/>	<b>10</b>	16,125
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> 16,125 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

<b>Part VII-A    Statements Regarding Activities</b>			
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	<b>1a</b>	<b>Yes</b>	<b>No</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for 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>	<b>1b</b>		<b>No</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?. . . . .	<b>1c</b>		<b>No</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ 0 <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____ 0			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0			
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	<b>2</b>		<b>No</b>
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>		<b>No</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	<b>4a</b>	<b>Yes</b>	
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?. . . . .	<b>4b</b>	<b>Yes</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>		<b>No</b>
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	<b>6</b>	<b>Yes</b>	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<b>7</b>	<b>Yes</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MI _____			
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	<b>8b</b>	<b>Yes</b>	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>		<b>No</b>
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<b>10</b>		<b>No</b>

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ WWW GUIDESTAR ORG	13	Yes	
14	The books are in care of ▶ MR RANDY VANANTWERP Telephone no ▶ (616) 451-0303 Located at ▶ 40 PEARL ST NW SUITE 1100 GRAND RAPIDS MI ZIP +4 ▶ 495033028			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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 <b>any</b> 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		No
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 2013?. . . . .	1c		No
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2013?	4b		No

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))?

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

YesNo

(5)

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

YesNo

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?

YesNo

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?

YesNo

b

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

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

YesNo

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
See Additional Data Table				

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
JOYCE A BOBOLTS	DIRECTOR OF FINANCE	99,594	12,141	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503	40 00			
LYNNETTE J ROBINSON	PROGRAM OFFICER	97,890	13,015	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503	40 00			
KRISTEN L HUIZEN	PROGRAM OFFICER	75,850	5,049	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503	40 00			
TERESA J CRAWFORD	GRANTS MANAGER	69,530	9,975	0
40 PEARL STREET NW SUITE 1100 GRAND RPAIDS, MI 49503	40 00			
LESLEE A ROHS	OFFICE COORDINATOR	48,921	9,639	0
40 PEARL STREET NW SUITE 1100 GRAND RPAIDS, MI 49503	40 00			
Total number of other employees paid over \$50,000.				0

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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
COMMONFUND CAPITAL INC	INVESTMENT MANAGEMENT	189,286
15 OLD DANBURY ROAD WILTON,CT 06897		
FUND EVALUATION GROUP	INVESTMENT CONSULTANT	115,762
201 EAST FIFTH STREET STE 1600 CINCINNATI,OH 45202		
WILLOWRIDGE PARTNERS INC	INVESTMENT MANAGEMENT	106,639
25 EAST 86TH STREET NEW YORK,NY 10028		
BLACKROCKQUELLOS	INVESTMENT MANAGEMENT	105,641
601 UNION STREET 56TH FLOOR SEATTLE,WA 98101		
WESTFIELD	INVESTMENT MANAGEMENT	74,775
ONE FINANCIAL CENTER BOSTON,MA 02111		
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	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	0



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	142,639,910
b	Average of monthly cash balances. . . . .	1b	15,252
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	142,655,162
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	142,655,162
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	2,139,827
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	140,515,335
6	Minimum investment return. Enter 5% of line 5. . . . .	6	7,025,767

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	7,025,767
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	204,932
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	204,932
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	6,820,835
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	6,820,835
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	6,820,835

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	6,466,928
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	78,778
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	6,545,706
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	6,545,706
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				6,820,835
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			6,213,987	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .				
c From 2010. . . . .				
d From 2011. . . . .				
e From 2012. . . . .				
f Total of lines 3a through e. . . . .	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 6,545,706				
a Applied to 2012, but not more than line 2a			6,213,987	
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 2013 distributable amount. . . . .				331,719
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (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 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				6,489,116
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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

**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) )

**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

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

STEVEN M WILSON  
40 PEARL STREET NW SUITE 1100  
GRAND RAPIDS, MI 49503  
(616) 451-0303  
WILSON@FREYFDN.ORG

**b** The form in which applications should be submitted and information and materials they should include  
STANDARD APPLICATION FORM AVAILABLE UPON REQUEST FROM ADDRESS ABOVE OR AT THE FOUNDATION'S WEBSITE  
WWW.FREYFDN.ORG

**c** Any submission deadlines

DUE TWELVE WEEKS PRIOR TO SCHEDULED DATE OF BOARD FUNDING MEETING, USUALLY HELD IN FEBRUARY, MAY, AU

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

FOR COMMUNITY-BASED OR REGIONAL PROJECTS, THE FOUNDATION FOCUSES ON PROPOSALS FROM ORGANIZATIONS AND AGENCIES SERVING KENT, EMMET OR CHARLEVOIX COUNTIES. THE FOUNDATION ALSO ACCEPTS PROPOSALS FROM CHARITABLE ORGANIZATIONS WITH A STATE-LEVEL PRESENCE OR STATE GOVERNMENT AGENCIES WHOSE PROPOSAL MAY HAVE A DIRECT IMPACT ON THE FREY FOUNDATION'S GEOGRAPHIC TARGETS.

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	4,958,203
b Approved for future payment See Additional Data Table				
Total . . . . .			3b	1,621,500

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

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?

Yes

No

a

Transfers from the reporting foundation to a noncharitable exempt organization of

(1)

Cash.

1a(1)

No

(2)

Other assets.

1a(2)

No

b

Other transactions

(1)

Sales of assets to a noncharitable exempt organization.

1b(1)

No

(2)

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

(3)

Rental of facilities, equipment, or other assets.

1b(3)

No

(4)

Reimbursement arrangements.

1b(4)

No

(5)

Loans or loan guarantees.

1b(5)

No

(6)

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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 or fiduciary) is based on all information of which preparer has any knowledge.

\*\*\*\*\*

Signature of officer or trustee

2014-11-14

Date

\*\*\*\*\*

Title

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

Yes

No

Paid Preparer Use Only

Print/Type preparer's name

JAMES G THOMPSON

CPA

Preparer's Signature

Date

Check if self-employed

PTIN

P00053844

Firm's name

PLANTE & MORAN PLLC

Firm's EIN

38-1357951

Firm's address

750 TRADE CENTRE WAY STE 300 PORTAGE, MI 49002

Phone no

(269) 567-4500

Form 990-PF (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
WESTFIELD	P		
DFA-US SMALL CAP VALUE	P		
VANGUARD S&P	P		
VANGUARD MID-CAP	P		
JPMORGAN TRUST	P		
BARROW HANLEY	P		
FRANKLIN TEMPLETON	P		
ISHARES RUSSELL 1000	P		
PIMCO TOTAL RETURN	P		
ARTISAN	P		
PIMCO REAL RETURN	P		
DFA - INTL VALUE	P		
DFA - INTL SMALL CAP	P		
DFA - INTL EMERGING VALUE	P		
COMMONFUND VENTURE PARTNERS V	P		
COMMONFUND PRIVATE EQUITY IV	P		
COMMONFUND PRIVATE EQUITY VI	P		
COMMONFUND VENTURE PARTNERS VII	P		
QUELLOS/BLACKROCK	P		
WILLOWRIDGE/AMBERBROOK V	P		
SIGULER GUFF	P		
JCF III	P		
WILLOWRIDGE/AMBERBROOK VI	P		
MREP VII	P		
TFS MARKET NEUTRAL	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,483,456		4,113,055	1,370,401
1,215,225		723,197	492,028
5,600,000		3,350,888	2,249,112
200,000		104,160	95,840
14,943			14,943
577,582			577,582
300,863		314,185	-13,322
2,590,957		2,119,303	471,654
1,279,567		1,120,961	158,606
100,000		74,358	25,642
19,661			19,661
900,000		772,772	127,228
1,311,570		1,033,276	278,294
170,548			170,548
196,353			196,353
407,870			407,870
381,073			381,073
222,955			222,955
126,907			126,907
440,265			440,265
228,352			228,352
35,326			35,326
79,673			79,673
23,731			23,731
113,341			113,341




Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1,370,401
			492,028
			2,249,112
			95,840
			14,943
			577,582
			-13,322
			471,654
			158,606
			25,642
			19,661
			127,228
			278,294
			170,548
			196,353
			407,870
			381,073
			222,955
			126,907
			440,265
			228,352
			35,326
			79,673
			23,731
			113,341


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
DAVID G FREY	CHAIRMAN 18 00	57,508	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
JOHN M FREY	VICE CHAIRMAN 5 00	22,195	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
EDWARD J FREY JR	SECRETARY/TREASURER 10 00	39,200	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
MARY CAROLINE FREY	TRUSTEE EMERITUS 0 00	0	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
MARY FREY BENNETT	TRUSTEE 3 00	13,147	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
CAMPBELL W FREY	NEXT GEN ADVISORY COMM 1 00	2,889	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
DAVID G FREY JR	NEXT GEN ADVISORY COMM 1 00	2,250	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
ELEONORA H FREY ZAGEL	TRUSTEE 3 00	12,973	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
JOHANNES VH FREY	NEXT GEN ADVISORY COMM 1 00	2,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
KATRINE E FREY	NEXT GEN ADVISORY COMM 1 00	0	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
LAURA D FREY	NEXT GEN ADVISORY COMM 1 00	1,750	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
WILLIAM O FREY	TRUSTEE 3 00	11,300	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
SARAH R FREY ROSE	TRUSTEE 3 00	13,956	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
CYNTHIA A YOUNG	NEXT GEN ADVISORY COMM 1 00	2,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
STEVEN M WILSON	PRESIDENT 40 00	220,000	23,464	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
ADOPTIVE FAMILY SUPPORT NETWORK 233 FULTON ST E 124 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	50
ALGOMA TOWNSHIP 10531 ALGOMA AVENUE ROCKFORD, MI 49341	NONE	170(B)(1)(A)	ALGOMA/EASTON PUBLIC OLYMPIC ARCHERY FACILITY	17,500
AMERICAN RIVERS 1845 N FARWELL AVENUE SUITE 100 MILWAUKEE, WI 53202	NONE	509(A)(1)	CATCHING THE RAIN, RAIN GARDEN, AND RAIN BARREL INITIATIVES	4,000
AQUINAS COLLEGE 1607 ROBINSON ROAD SE GRAND RAPIDS, MI 49506	NONE	170(B)(1)(A)	PHASE II EXPANSION OF THE ATHLETIC COMPLEX, STORMWATER DETENTION WORK AND NEW FULTON STREET ENTRANCE	150,000
ARTISTS CREATING TOGETHER INC 1140 MONROE AVE NW SUITE 4101 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENRAL OPERATING SUPPORT	300
ARTISTS CREATING TOGETHER INC 1140 MONROE AVE NW SUITE 4101 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR A MULTI-YEAR EFFORT TO BUILD VSA'S INTERNAL CAPACITY	16,000
ARTPRIZE GRAND RAPIDS 41 SHELDON BLVD SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	DEVELOPING A SUSTAINING MEMBERSHIP BASE	80,000
BAXTER COMMUNITY CENTER INC 935 BAXTER SE GRAND RAPIDS, MI 49506	NONE	509(A)(1)	EXPAND THE CAPACITY OF A HIGH QUALITY CHILD DEVELOPMENT PROGRAM	10,000
BAXTER COMMUNITY CENTER INC 935 BAXTER SE GRAND RAPIDS, MI 49506	NONE	509(A)(1)	RECRUITMENT AND HIRING OF CHILD DEVELOPMENT CENTER DIRECTOR	3,000
BAXTER COMMUNITY CENTER INC 935 BAXTER SE GRAND RAPIDS, MI 49506	NONE	509(A)(1)	CAPACITY BUILDING SUPPORT FOR ITS CHILD DEVELOPMENT PROGRAM	2,350
BETTY FORD CENTER 39000 BOB HOPE DRIVE RANCHO MIRAGE, CA 922703297	NONE	509(A)(1)	SUPPORT FOR BEAMER'S WORLD PROJECT	10,000
BEYOND BLIND INSTITUTE INC WACHOVIA BANK BUILDING 4440 PGA BLVD SUITE 600 PALM BEACH GARDENS, FL 33410	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
BLISSFEST MUSIC ORGANIZATION 625 CONNABLE AVENUE PETOSKEY, MI 49770	NONE	509(A)(2)	BLISSFEST ARTS AND RECREATION CENTER PROJECT	58,750
BOY SCOUTS OF AMERICAN NORTH FLORIDA COUNCIL 521 S EDGEWOOD AVENUE JACKSONVILLE, FL 32205	NONE	509(A)(1)	CAMP SHANDS SCHOLARSHIPS	1,000
BOYS AND GIRLS CLUB OF GRAND RAPIDS YOUTH COMMONWEALTH INC 235 STRAIGHT AVENUE NW GRAND RAPIDS, MI 49504	NONE	509(A)(2)	BUILDING BRIDGES FOR BRIGHTER FUTURES CAMPAIGN	100,000
<b>Total . . . . .</b>  <b>3a</b>				4,958,203


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
CAMP DAGGETT 03001 CHURCH ROAD PETOSKEY,MI 49770	NONE	509(A)(2)	SCHOLARSHIP PROGRAM SUPPORT FOR ECONOMICALLY DISADVANTAGED CAMPERS	5,000
CATHOLIC CHARITIES WEST MICHIGAN 360 DIVISION AVENUE SOUTH SUITE 3A GRAND RAPIDS,MI 495034501	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THE LOAVES & FISHES FOOD PANTRY IN MUSKEGON	500
CELEBRATION UNITED METHODIST CHURCH 9501 SW ARCHER ROAD GAINESVILLE,FL 326085721	NONE	170(B)(1)(A)	SUPPORT FOR THE COMMUNITY MUSIC PROGRAM	500
CELEBRATION UNITED METHODIST CHURCH 9501 SW ARCHER ROAD GAINESVILLE,FL 326085721	NONE	170(B)(1)(A)	SUPPORT FOR CHILDREN'S EDUCATION AND COMMUNITY MUSIC PROGRAMS	4,000
CENTRAL MICHIGAN UNIVERSITY IET BUILDING 200 MOUNT PLEASANT,MI 48859	NONE	509(A)(1)	SUPPORT FOR WCMU PUBLIC RADIO	5,000
CEOS FOR CITIES 1900 K STREET NW 3RD FLOOR WASHINGTON,DC 20006	NONE	509(A)(1)	SUPPORT FOR THE 2013 NATIONAL MEETING IN GRAND RAPIDS	10,000
CHAR-EM UNITED WAY INC 2350 MITCHELL PARK DR 8 PETOSKEY,MI 497701701	NONE	509(A)(1)	SUPPORT FOR THE ANNUAL FUND	10,000
CHAR-EM UNITED WAY INC 2350 MITCHELL PARK DR 8 PETOSKEY,MI 497701701	NONE	509(A)(1)	CAPACITY BUILDING SUPPORT	10,000
CHAR-EM UNITED WAY INC 2350 MITCHELL PARK DR 8 PETOSKEY,MI 497701701	NONE	509(A)(1)	LAUNCH OF THE INCREASING OUR IMPACT CAMPAIGN	30,000
CHAR-EM UNITED WAY INC 2350 MITCHELL PARK DR 8 PETOSKEY,MI 497701701	NONE	509(A)(1)	SUPPORT FOR THE CHAR-EM 2-1-1 INFORMATION AND REFERRAL SYSTEM	2,082
CHARLEVOIX AREA COMMUNITY POOL 11905 US 31 NORTH CHARLEVOIX,MI 49720	NONE	509(A)(1)	SUPPORT FOR THE REFRESH THE POOL--CAPITAL IMPROVEMENT PROJECT	3,000
CHARLEVOIX AREA HOSPITAL FOUNDATION 14700 LAKE SHORE DRIVE CHARLEVOIX,MI 49720	NONE	509(A)(3) TYPE I	SUPPORT FOR THE SCHOOL NURSE PARTNERSHIP INITIATIVE	14,000
CHARLEVOIX COUNTY COMMUNITY FOUNDATION 301 WATER STREET PO BOX 718 EAST JORDAN,MI 49727	NONE	509(A)(1)	SUPPORT FOR THE FREY FAMILY DISCRETIONARY FUND	202,600
CHERRY STREET HEALTH SERVICES INC 100 CHERRY STREET SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	CAPITAL SUPPORT FOR THE WYOMING COMMUNITY HEALTH CENTER	57,500
COLLEGE FOR CREATIVE STUDIES 201 EAST KIRBY DETROIT,MI 48202	NONE	509(A)(1)	TO SUPPORT THE BARBARA C FREY SCHOLARSHIP FOR ENTERTAINMENT ARTS FUND	1,500
<b>Total . . . . .</b>  <b>3a</b>				4,958,203


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COLORADO AVALANCHE INFORMATION CENTER 325 BROADWAY WS1 BOULDER, CO 80305	NONE	170(B)(1)(A)	SUPPORT FOR GENERAL FUND	200
CONNECTICUT CHILDREN'S MEDICAL CENTER FOUNDATION 282 WASHINGTON STREET HARTFORD, CT 06106	NONE	509(A)(1)	SUPPORT FOR THE CONNECTICUT SAFE KIDS PROGRAM	2,500
CONNECTICUT DEPARTMENT OF VETERANS' AFFAIRS 287 WEST STREET ROCKY HILL, CT 06067	NONE	170(B)(1)(A)	SUPPORT FOR THE REHAB PROGRAM	2,500
CORNELL UNIVERSITY WEILL CORNELL MEDICAL COLLEGE OFFICE OF INST ADV 1300 YORK AVENUE NEW YORK, NY 10065	NONE	509(A)(1)	WEILL SCHOOL OF MEDICINE	1,000
COUNCIL OF MICHIGAN FOUNDATIONS INC ONE SOUTH HARBOR SUITE 3 GRAND HAVEN, MI 49417	NONE	509(A)(1)	GOVERNOR'S OFFICE OF URBAN AND METROPOLITAN INITIATIVES - WEST MICHIGAN OFFICE	23,000
COUNCIL OF MICHIGAN FOUNDATIONS INC ONE SOUTH HARBOR SUITE 3 GRAND HAVEN, MI 49417	NONE	509(A)(1)	2013 ANNUAL CONFERENCE SUPPORT	25,000
COUNCIL OF MICHIGAN FOUNDATIONS INC ONE SOUTH HARBOR SUITE 3 GRAND HAVEN, MI 49417	NONE	509(A)(1)	SUPPORT FOR GVSU STUDENTS TO ATTEND THE SIMON SINEK LUNCHEON	400
COUNTY OF KENT 300 MONROE NW SUITE 303 GRAND RAPIDS, MI 49503	NONE	170(B)(1)(A)	SUPPORT FOR KENT COUNTY'S PURCHASE OF DEVELOPMENT RIGHTS PROGRAM	11,500
CROOKED TREE ARTS COUNCIL INC 461 EAST MITCHELL ST PETOSKEY, MI 497702623	NONE	509(A)(2)	SUPPORT TO GROW CROOKED TREE'S COMMUNITY ARTS EDUCATION OFFERINGS	12,000
CULTURAL DATA PROJECT 400 MARKET STREET SUITE 600 PHILADELPHIA, PA 19106	NONE	509(A)(1)	MICHIGAN CULTURAL DATA PROJECT	15,000
DISABILITY ADVOCATES OF KENT COUNTY 3600 CAMELOT DRIVE SE GRAND RAPIDS, MI 49546	NONE	509(A)(1)	INVEST IN ABILITY 2013 HONORING MARY K HOODHOOD	2,500
DRUMMOND ISLAND MEDICAL CENTER PO BOX 98 DRUMMOND ISLAND, MI 49726	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
DWELLING PLACE OF GRAND RAPIDS 101 SHELDON BOULEVARD SOUTHEAST SUITE 2 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	HERKMER HOTEL RESTRUCTURING PROJECT	150,000
EARTH UNIVERSITY FOUNDATION EIGHT PIEDMONT CENTER 3525 PIEDMONT RD NE SUITE 520 ATLANTA, GA 303051509	NONE	509(A)(1)	EARTH UNIVERSITY FINANCIAL AID PROGRAM	2,500
EAST GRAND RAPIDS SCHOOLS FOUNDATION 2915 HALL STREET SE EAST GRAND RAPIDS, MI 495063091	NONE	509(A)(1)	EGRFOREVER! CAMPAIGN	5,000
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EAST GRAND RAPIDS SCHOOLS FOUNDATION 2915 HALL STREET SE EAST GRAND RAPIDS, MI 495063091	NONE	509(A)(1)	REID VANGELDEREN STUDENT SCHOLARSHIP AND ACADEMIC NEEDS	2,000
EBONY HORSEWOMEN INC 337 VINE STREET HARTFORD, CT 06112	NONE	509(A)(1)	SUPPORT FOR THE SUMMER PROGRAM	2,500
ELE'S PLACE 1145 WEST OAKLAND AVENUE LANSING, MI 48915	NONE	509(A)(1)	LAUNCH OF GRANT RAPIDS SITE	100
FAMILY FUTURES 678 FRONT AVENUE NW SUITE 210 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	60
FARMING FOR OUR FUTURE AT POND HILL INC 5581 SOUTH LAKE SHORE DRIVE HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	SUPPORT FOR NEW COMPUTERS, SOFTWARE AND PRINTERS	5,000
FEEDING AMERICA WEST MICHIGAN FOOD BANK 864 WEST RIVER CENTER DRIVE COMSTOCK PARK, MI 49321	NONE	501(C)(3)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
FERRIS STATE UNIVERSITY 200 FERRIS DRIVE VFS 311 BIG RAPIDS, MI 49307	NONE	509(A)(1)	SUPPORT FOR THE CAPITAL CAMPAIGN TO RESTORE/RENOVATE THE HISTORIC FEDERAL BUILDING	350,000
FERRIS STATE UNIVERSITY 200 FERRIS DRIVE VFS 311 BIG RAPIDS, MI 49307	NONE	509(A)(1)	UICA MERGER WITH FERRIS STATE UNIVERSITY AND KENDALL COLLEGE OF ART & DESIGN	500,000
FIRST UNITED PRESBYTERIAN CHURCH 7940 CEMETERY ROAD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	FUNDING SUPPORT FOR THE 2012-2013 HABITAT FOR HUMANITY PROJECT	3,000
FIRST UNITED PRESBYTERIAN CHURCH 7940 CEMETERY ROAD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	FUNDING SUPPORT FOR THE 2013-2014 HABITAT FOR HUMANITY PROJECT	5,000
FLORIDA COALITION FOR PRESERVATION 235 NE 6TH AVENUE BUILDING F DELRAY BEACH, FL 33483	NONE	170(B)(1)(A)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
FLORIDA ENGINEERING FOUNDATION INC PO BOX 750 TALLAHASSEE, FL 32302	NONE	509(A)(1)	SUPPORT FOR THE NORTH CENTRAL FLORIDA CHAPTER OF MATHCOUNTS	500
FRESHWATER FUTURE PO BOX 2479 PETOSKEY, MI 49770	NONE	509(A)(1)	EDUCATION AND OUTREACH ACTIVITIES, INCLUDING PUBLICITY AND EVENTS	10,000
FRESHWATER FUTURE PO BOX 2479 PETOSKEY, MI 49770	NONE	509(A)(1)	ENGAGEMENT CAMPAIGN IN EFFORT TO KEEP THE GREAT LAKES ASIAN CARP FREE	16,326
FRIENDS OF GRAND RAPIDS PARKS PO BOX 3199 GRAND RAPIDS, MI 495013199	NONE	509(A)(1)	SPONSORSHIP SUPPORT FOR THE GREEN GALA ON AUGUST 22, 2013	1,500
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FRIENDS OF THE CHICAGO GAY AND LESBIAN HALL OF FAME 7550 NORTH CLAREMONT AVENUE APT 2 CHICAGO,IL 60645	NONE	509(A)(1)	SUPPORT FOR THE CELEBRITY BOWL FUNDRAISER IN HONOR OF GREG BAIRD	2,000
FRIENDS OF THE NORTHWEST WEATHER AND AVALANCHE CENTER 15600 NE 8TH STREET B1-711 BELLEVUE,WA 98008	NONE	509(A)(2)	SUPPORT FOR THE GENERAL FUND	200
FRIENDS OF THE UTAH AVALANCHE CENTER PO BOX 521353 SALT LAKE CITY,UT 841521353	NONE	509(A)(1)	SUPPORT FOR THE GENERAL FUND	200
GRAND ACTION FOUNDATION 120 LYON STREET NORTHWEST GRAND RAPIDS,MI 49503	NONE	509(A)(1)	PHASE II CHALLENGE CAMPAIGN	300,000
GRAND RAPIDS ART MUSEUM 101 MONROE CENTER NW GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR THE COMMUNITY ARTS EXPANSION PILOT	7,500
GRAND RAPIDS ART MUSEUM 101 MONROE CENTER NW GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR THE LIVE ARTFULLY DINNER HONORING DAVID & JUDY FREY	5,000
GRAND RAPIDS BALLET COMPANY 341 ELLSWORTH AVENUE GRAND RAPIDS,MI 49503	NONE	509(A)(2)	SUPPORT FOR THE "STEPPING FORWARD CAMPAIGN"	100,000
GRAND RAPIDS CHILDREN'S MUSEUM 11 SHELDON AVE NE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	PARENT EDUCATION PILOT AND 15TH ANNIVERSARY SYMPOSIUM	10,000
GRAND RAPIDS CIVIC THEATRE 30 N DIVISION GRAND RAPIDS,MI 49503	NONE	509(A)(2)	SUPPORT FOR THE 2013 TEDXGRANDRAPIDS EVENT	2,500
GRAND RAPIDS COMMUNITY FOUNDATION 185 OAKES ST SW GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR THE CHALLENGE SCHOLARS CAMPAIGN	5,000
GRAND RAPIDS COMMUNITY FOUNDATION 185 OAKES ST SW GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR THE GENERAL FUND	2,000
GRAND RAPIDS COMMUNITY FOUNDATION 300 OTTAWA AVENUE NW SUITE 100 GRAND RAPIDS,MI 49503	NONE	509(A)(2)	LEGACY OF EXCELLENCE - AN ENDOWMENT CAMPAIGN	350,000
GRAND RAPIDS DOMINICANS 2025 EAST FULTON STREET GRAND RAPIDS,MI 495033895	NONE	509(A)(1)	MARYWOOD LEGACY CAMPAIGN	250
GRAND RAPIDS SYMPHONY 300 OTTAWA AVENUE NW SUITE 100 GRAND RAPIDS,MI 49503	NONE	509(A)(2)	SUPPORT FOR THE CELEBRATION OF SOUL CONCERT	2,500
GRAND RAPIDS SYMPHONY 300 OTTAWA AVENUE NW SUITE 100 GRAND RAPIDS,MI 49503	NONE	509(A)(2)	TO SUPPORT THE LEGACY CAMPAIGN	1,000
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GRAND RAPIDS SYMPHONY 300 OTTAWA AVENUE NW SUITE 100 GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT FOR GRAND RAPIDS SCHOOL OF THE ARTS - PHASE II	10,500
GRAND RAPIDS WHITEWATER INC 502 2ND ST STE 300 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	ECONOMIC IMPACT ANALYSIS TO RESTORE THE RAPIDS TO THE GRAND RIVER	25,000
GRAND TRAVERSE REGIONAL LAND CONSERVANCY 3860 NORTH LONG LAKE ROAD SUITE D TRAVERSE CITY, MI 49684	NONE	509(A)(1)	LAUNCH OF THE FARMABILITY PROGRAM	25,000
GRAND VALLEY STATE UNIVERSITY LV EBERHARD CENTER 301 FULTON ST WEST STE 900 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	JOHNSON CENTER'S NATIONAL SUMMIT ON FAMILY PHILANTHROPY	25,000
GRAND VALLEY STATE UNIVERSITY LV EBERHARD CENTER 301 FULTON ST WEST STE 900 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	WHAT IS PHILANTHROPY? - A DOCUMENTARY	3,000
GRAND VALLEY STATE UNIVERSITY LV EBERHARD CENTER 301 FULTON ST WEST STE 900 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	GRAND VALLEY STATE UNIVERSITY CAMPAIGN TO BUILD THE MARY IDEMA PEW LIBRARY	300,000
GRAND VALLEY STATE UNIVERSITY LV EBERHARD CENTER 301 FULTON ST WEST STE 900 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	SUPPORT FOR THE COMMUNITY LEADERSHIP SCHOLARSHIP FUND	500
GRAZ'N ACRES THERAPEUTIC RIDING CENTER 14492 IVOR ROAD SEDLEY VA, MI 23878	NONE	509(A)(1)	SUPPORT TO PURCHASE AN EQUICIZER	2,000
GREATER GRAND RAPIDS BICYCLE COALITION PO BOX 6204 GRAND RAPIDS, MI 49516	NONE	509(A)(1)	LAUNCH BROAD-BASED COALITION - BICYCLING BECOME DAILY ACTIVITY	15,000
HAMMERHEAD SWIM CLUB 399 CATOB ROAD HARBOR SPRINGS, MI 49740	NONE	509(A)(2)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
HARBOR HALL FOUNDATION PO BOX 376 HARBOR SPRINGS, MI 49740	NONE	509(A)(2)	CAPACITY BUILDING	7,500
HEALTH DEPARTMENT OF NORTHWEST MICHIGAN 220 WEST GARFIELD CHARLEVOIX, MI 49720	NONE	170(B)(1)(A)	SUPPORT FOR THE EARLY CHILDHOOD MENTAL HEALTH INITIATIVE	30,000
HEALTH INTERVENTION SERVICES 15 ANDRE SE GRAND RAPIDS, MI 49507	NONE	509(A)(1)	MEDICAL AND DENTAL EXPANSION	17,000
HEALTHY HOMES COALITION OF WEST MICHIGAN 742 FRANKLIN STREET SE GRAND RAPIDS, MI 49507	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	85
HEART OF THE LAKES CENTER FOR LAND CONSERVATION POLICY PO BOX 1128 BAY CITY, MI 48706	NONE	509(A)(1)	SUPPORT FOR "ADVANCING CONSERVANCY EXCELLENCE"	15,000
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HEART OF WEST MICHIGAN UNITED WAY 118 COMMERCE AVENUE SOUTHWEST SUITE 100 GRAND RAPIDS,MI 495034106	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	25,000
HEBRON INTERFAITH HUMAN SERVICES INC PO BOX 634 HEBRON,CT 06248	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THE ORGANIZATION	22,500
HOBE SOUND COMMUNITY CHEST PO BOX 511 HOBE SOUND,FL 334750511	NONE	509(A)(1)	HOBE SOUND CHILD CARE CENTER, AND GENERAL CHARITABLE ACTIVITIES OF THE ORGANIZATION	5,000
HOLY NAME OF JESUS 1630 GODFREY AVE SW WYOMING,MI 49509	NONE	170(B)(1)(A)	SUPPORT FOR STRUCTURAL REPAIRS TO SAN JUAN DIEGO ACADEMY	50,000
IMERMAN ANGELS 205 W RANDOLPH 19TH FLOOR CHICAGO,IL 60606	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
INTERLOCHEN CENTER FOR THE ARTS PO BOX 199 INTERLOCHEN,MI 496430199	NONE	509(A)(1)	SUPPORT FOR THE GUEST ARTISTS FUND	3,000
INTERLOCHEN CENTER FOR THE ARTS PO BOX 199 INTERLOCHEN,MI 496430199	NONE	509(A)(1)	SCHOLARSHIP FUND FOR THEATRICAL AND FILM DESIGN PRODUCTION	2,500
JUPITER ISLAND MEDICAL CLINIC 100 ESTRADA SQUARE HOBE SOUND,FL 334552400	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
KALAMAZOO COLLEGE 1200 ACADEMY STREET KALAMAZOO,MI 490063295	NONE	509(A)(1)	TO SUPPORT THE ANNUAL FUND	2,000
KIDS FOOD BASKET 2055 OAK INDUSTRIAL DRIVE NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	SUPPORT FOR A BETTER AND LARGER SPACE	9,000
KIDS FOOD BASKET 2055 OAK INDUSTRIAL DRIVE NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	75
KIDS FOOD BASKET 2055 OAK INDUSTRIAL DRIVE NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
LAND CONSERVANCY OF WEST MICHIGAN 400 ANN STREET NW SUITE 102 GRAND RAPIDS,MI 49504	NONE	509(A)(2)	SUPPORT FOR THE GENERAL FUND	1,000
LAND INFORMATION ACCESS ASSOCIATION 342 MUNSON AVENUE TRAVERSE CITY,MI 49686	NONE	509(A)(1)	UP NORTH TRAILS PROGRAM	25,000
LITTLE TRAVERSE BAY HUMANE SOCIETY 1300 WEST CONWAY ROAD HARBOR SPRINGS,MI 49740	NONE	509(A)(1)	TO SUPPORT THE SPAY AND NEUTER PROGRAM	5,000
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LITTLE TRAVERSE BAY HUMANE SOCIETY 1300 WEST CONWAY ROAD HARBOR SPRINGS,MI 49740	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	1,000
LITTLE TRAVERSE CONSERVANCY INC 3264 POWELL ROAD HARBOR SPRINGS,MI 497409469	NONE	509(A)(1)	PURCHASE AND PROTECTION OF THE FORMER CAMP SEAGULL PROPERTY	62,500
LITTLE TRAVERSE CONSERVANCY INC 3264 POWELL ROAD HARBOR SPRINGS,MI 497409469	NONE	509(A)(1)	SUPPORT FOR GENERAL FUND	1,000
LITTLE TRAVERSE SAILORS PO BOX 583 HARBOR SPRINGS,MI 49740	NONE	509(A)(2)	SCHOLARSHIP PROGRAM FOR CHILDREN FROM ECONOMICALLY DISADVANTAGED HOUSEHOLDS	2,000
MANISTEE COUNTY COMMUNITY FOUNDATION 395 THIRD STREET MANISTEE,MI 49660	NONE	509(A)(1)	RESTORE THE VOGUE REVITALIZE MANISTEE	100,000
MARY FREE BED HOSPITAL AND REHABILITATION CENTER 235 WEALTHY SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	HOLIDAY CELEBRATIONS FOR CHILDREN HOSPITALIZED AT MARY FREE BED HOSPITAL	2,000
MCLAREN NORTHERN MICHIGAN FOUNDATION 360 CONNABLE AVENUE PETOSKEY,MI 49770	NONE	509(A)(3) TYPE II	GIFTS AND HOLIDAY CELEBRATIONS FOR ILL CHILDREN HOSPITALIZED AT NORTHERN MICHIGAN HOSPITAL	2,000
MICHIGAN HUMANITIES COUNCIL 119 PERE MARQUETTE DRIVE SUITE 3B LANSING,MI 489121270	NONE	509(A)(1)	SUPPORT FOR THE GREAT MICHIGAN READ	5,000
MICHIGAN LAND USE INSTITUTE 148 E FRONT STREET SUITE 301 TRAVERSE CITY,MI 496845725	NONE	509(A)(1)	SUPPORT FOR THE STRATEGIC PLANNING RELATED TO THE LAUNCH OF A NEW LOCAL ECONOMY INITIATIVE	20,000
MUNSON HEALTHCARE REGIONAL FOUNDATION 210 BEAUMONT PLACE TRAVERSE CITY,MI 496842307	NONE	509(A)(1)	COWELL FAMILY CANCER CENTER	500,000
MUSEUM OF AMERICAN FINANCE 48 WALL STREET NEW YORK,NY 10005	NONE	509(A)(1)	SUPPORT FOR THE MUSEUM OF AMERICAN FINANCE GALA	5,000
NATIONAL PARKS CONSERVATION ASSOCIATION 777 6TH STREET NW SUITE 700 WASHINGTON,DC 200013723	NONE	509(A)(1)	2013 HEALING OUR WATERS GREAT LAKES RESTORATION CONFERENCE	2,500
NEW SCHOOL 66 WEST 12TH STREET NEW YORK,NY 10011	NONE	509(A)(1)	MILANO GRADUATE SCHOOL'S NON-PROFIT MANAGEMENT PROGRAM	2,000
NEXT DOOR INC 965 TUCKER RD HOOD RIVER,OR 97031	NONE	509(A)(1)	SUPPORT FOR THE "GREATEST NEEDS" FUND	4,000
NORTH CENTRAL MICHIGAN COLLEGE FOUNDATION 1515 HOWARD STREET PETOSKEY,MI 49770	NONE	509(A)(3) TYPE I	ADVANCE AND STRENGTHEN THE NCMC FOUNDATION THROUGH EDUCATION AND OUTREACH	5,000
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NORTHWEST MICHIGAN COMMUNITY ACTION AGENCY 3963 THREE MILE ROAD TRAVERSE CITY, MI 496869164	NONE	509(A)(1)	HEATING/UTILITY PROGRAMS FOR EMMET, CHARLEVOIX, AND NORTH ANTRIM COUNTIES	5,000
OLD TOWN PLAYHOUSE INC PO BOX 262 148 E EIGHTH ST TRAVERSE CITY, MI 49685	NONE	509(A)(2)	ARCHITECTURAL AND FEASIBILITY STUDY OF OLD TOWN PLAYHOUSE'S FACILITIES AND SITE	12,000
OPERA GRAND RAPIDS 1320 E FULTON STREET GRAND RAPIDS, MI 49503	NONE	509(A)(2)	TO ADDRESS SPECIFIC CAPACITY ISSUES AT OPERA GRAND RAPIDS	65,000
ORBIS 520 8TH AVENUE 11TH FLOOR NEW YORK, NY 10018	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
OUTDOOR DISCOVERY CENTER MACATAWA GREENWAY OUTDOOR DISCOVERY CENTER MACATAWA GREENWAY 4214 56TH STREET HOLLAND, MI 49423	NONE	509(A)(2)	POTTAWATOMIE MARSH PROJECT	15,000
PETOSKEY-HARBOR SPRINGS AREA COMMUNITY FOUNDATION 616 PETOSKEY STREET SUITE 203 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR THE EDWARD J FREY, JR CHARITABLE FUND	25,000
PETS FOR VETS INC 409 BLACK DIAMOND DRIVE WILMINGTON, NC 28411	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	3,000
PLANNED PARENTHOOD OF WEST AND NORTHERN MICHIGAN 425 CHERRY STREET SE GRAND RAPIDS, MI 495034691	NONE	509(A)(1)	SUPPORT FOR THE EDUCATION AND OUTREACH PROGRAMS	10,000
PLANNED PARENTHOOD OF WEST AND NORTHERN MICHIGAN 425 CHERRY STREET SE GRAND RAPIDS, MI 495034691	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	100
PLANNED PARENTHOOD OF WEST AND NORTHERN MICHIGAN 425 CHERRY STREET SE GRAND RAPIDS, MI 495034691	NONE	509(A)(1)	STANDING TALL CAPITAL CAMPAIGN PPWNM	150,000
PLYMOUTH HEIGHTS CHRISTIAN REFORMED CHURCH 1800 PLYMOUTH ROAD SE GRAND RAPIDS, MI 49506	NONE	170(B)(1)(A)	MR B'S READING, MATH AND BASKETBALL CAMP	10,000
POP WARNER LITTLE SCHOLARS INC 586 MIDDLETOWN BLVD SUITE C-100 LANGHORNE, PA 19047	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THE POP WARNER FOOTBALL OF HARBOR SPRINGS	4,000
PROJECT H DESIGN PO BOX 12021 SAN RAFAEL, CA 94912	NONE	509(A)(1)	CAMP H, STUDIO H, AND WORKSHOP H	1,500
PUBLIC SCHOOLS OF PETOSKEY 1130 HOWARD STREET PETOSKEY, MI 49770	NONE	170(B)(1)(A)	GENERAL OPERATING SUPPORT FOR THE HIGH SCHOOL GOLF TEAMS	3,000
READY FOR SCHOOL 70 WEST 8TH STREET HOLLAND, MI 49423	NONE	509(A)(1)	FUNDING FOR THE HOLLAND CENTERED, COMMUNITY-LED EARLY CARE AND EDUCATION INITIATIVE	35,000
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SAINT MARY'S DORAN FOUNDATION 200 JEFFERSON AVENUE SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR THE NEW MOTHER'S CELEBRATION AT CLINICA SANTA MARIA	2,000
SAINT MARY'S HEALTH CARE 200 JEFFERSON SE GRAND RAPIDS,MI 49503	NONE	170(B)(1)(A)	EXTENDED STAY FACILITY FOR PATIENTS AND FAMILY MEMBERS OF PATIENTS	175,000
SCHREMS WEST MICHIGAN TROUT UNLIMITED PO BOX 230094 GRAND RAPIDS,MI 49523	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
SITELAB INC 238 MADISON AVE SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	54 JEFFERSON PROJECT	7,000
SNOWBALL EXPRESS 611 S MAIN STREET SUITE 400 GRAPEVINE,TX 76051	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
SOS OUTREACH PO BOX 2020 AVON,CO 81620	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	3,900
SOUTHWEST MICHIGAN LAND CONSERVANCY 6851 SOUTH SPRINKLE ROAD PORTAGE,MI 49002	NONE	509(A)(1)	KALAMAZOO RIVER WATERSHED LAND CONSERVATION PLAN	4,500
SPECTRUM HEALTH FOUNDATION 100 MICHIGAN STREET NORTHEAST MC004 GRAND RAPIDS,MI 49503	NONE	509(A)(3) TYPE III	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	3,000
SPECTRUM HEALTH FOUNDATION 100 MICHIGAN STREET NORTHEAST MC004 GRAND RAPIDS,MI 49503	NONE	509(A)(3) TYPE III	HOLIDAY CELEBRATIONS FOR CRITICALLY ILL CHILDREN HOSPITALIZED AT DEVOS CHILDREN'S HOSPITAL	4,000
ST PAUL'S EPISCOPAL CHURCH 188 SOUTH SWINTON AVENUE DELRAY BEACH,FL 33444	NONE	170(B)(1)(A)	SUPPORT FOR THE GROWING IN FAITH LEGACY ENDOWMENT CAMPAIGN	25,000
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR THE SCHOLARSHIP FUND	600
ST STEPHEN CATHOLIC SCHOOL 740 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR CLASSROOM SUPPLIES, BOOKS, AND ACTIVITIES	50
THE ARBOR CIRCLE CORPORATION 1115 BALL AVENUE NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	100
THE ARBOR CIRCLE CORPORATION 1115 BALL AVENUE NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THE BRIDGE PROGRAM AT ARBOR CIRCLE	250
THE CENTER FOR MICHIGAN INC 4100 NORTH DIXBORO ROAD ANN ARBOR,MI 48105	NONE	509(A)(1)	DEVELOPMENT OF AN INDEPENDENT, NONPARTISAN THINK-AND-DO TANK	20,000
<b>Total . . . . .</b>  <b>3a</b>				4,958,203

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
THE FUND FOR PARK AVENUE 445 PARK AVENUE SUITE 1000 NEW YORK,NY 10022	NONE	509(A)(1)	SUPPORT THE 2012- 2013 MALLS PLANTING PROJECT AND THE HOLIDAY TREE LIGHTING	6,000
THE GERALD R FORD PRESIDENTIAL FOUNDATION 303 PEARL STREET NW GRAND RAPIDS,MI 49504	NONE	509(A)(1)	CAMPAIGN FOR THE LEGACY OF PRESIDENT GERALD R FORD	25,000
THE JOHN F KENNEDY CENTER FOR THE PERFORMING ARTS 2700 F STREET NW WASHINGTON,DC 20566	NONE	509(A)(1)	INTENSIVE CONSULTATIONS AND COMMUNITY BOARD SEMINARS IN GRAND RAPIDS	22,500
THE MANNA PROJECT INC 8791 MCBRIDE PARK COURT HARBOR SPRINGS,MI 49740	NONE	509(A)(2)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
THE NATURE CONSERVANCY WORLDWIDE OFFICE 4245 NORTH FAIRFAX DRIVE 100 ARLINGTON,VA 222031637	NONE	509(A)(1)	FLORIDA HABITAT, WATER AND WILDLIFE	2,500
THE SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH,FL 33480	NONE	509(A)(1)	SUPPORT FOR THE FOUR ARTS ANNUAL FUND	2,500
THE UNIVERSITY OF MICHIGAN 2074 FLEMING BUILDING ANN ARBOR,MI 481091340	NONE	509(A)(1)	SUPPORT FOR THE DEAN'S GENERAL FUND AT THE ROSS SCHOOL OF BUSINESS	5,000
TOWN OF GLASTONBURY 2155 MAIN STREET GLASTONBURY,CT 06033	NONE	170(B)(1)(A)	GENERAL CHARITABLE ACTIVITIES OF CAMP SUNRISE	2,500
TRAFFIC SQUAD SAFETY & COMMUNITY ACTION FUND 701 BALL AVE NE GRAND RAPIDS,MI 49503	NONE	509(A)(2)	KENT COUNTY TRAINING AND COMMUNITY RIDING CENTER CAPITAL CAMPAIGN	25,000
TROUT UNLIMITED 1300 NORTH 17TH STREET SUITE 500 ARLINGTON,VA 222093801	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THE TROUT UNLIMITED - NORTH BAY CHAPTER	2,000
UNITED METHODIST COMMITTEE ON RELIEF 475 RIVERSIDE DR NEW YORK,NY 10115	NONE	509(A)(1)	DISASTER RELIEF FUND	1,000
UNITED WAY OF PALM BEACH COUNTY 2600 QUANTUM BOULEVARD BOYNTON BEACH,FL 334268627	NONE	509(A)(1)	COMMUNITY CARE FUND	10,000
UNIVERSITY OF FLORIDA FOUNDATION INC 1938 W UNIVERSITY AVENUE GAINESVILLE,FL 32603	NONE	509(A)(1)	SUPPORT THE CREATION OF THE PERMANENT DISCOVERY ROOM AT THE NATURAL HISTORY MUSEUM	2,000
UNIVERSITY OF FLORIDA FOUNDATION INC 1938 W UNIVERSITY AVENUE GAINESVILLE,FL 32603	NONE	509(A)(1)	SUPPORT FOR THE CHILLDREN'S ARTS EDUCATION PROGRAMS AT THE HARN MUSEUM OF ART	1,000
UNIVERSITY OF FLORIDA FOUNDATION INC 1938 W UNIVERSITY AVENUE GAINESVILLE,FL 32603	NONE	509(A)(1)	SUPPORT FOR PEDIATRIC CANCER PATIENTS PROGRAMS AT THE SHANDS CANCER CENTER	1,000
<b>Total . . . . .</b>  <b>3a</b>				4,958,203

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF FLORIDA FOUNDATION INC 1938 W UNIVERSITY AVENUE GAINESVILLE,FL 32603	NONE	509(A)(1)	SUPPORT FOR ARTS IN MEDICINE PROGRAMS AT THE UNIVERSITY OF FLORIDA'S SHANDS HOSPITAL	1,000
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL PO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	SUPPORT FOR THE PETER DUCHIN ORCHESTRA AT THE "2013 PLAYMAKERS BALL" ON FEBRUARY 9, 2013	10,000
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL PO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	SUPPORT FOR THE 2013 PLAYMAKERS BALL	15,000
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL PO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	MULTI-DISCIPLINARY RESEARCH IN AN EFFORT TO "CROSS-POLLINATE" IDEAS AND METHODS	3,500
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL PO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	SUPPORT FOR THE MINOR IN ENTREPRENEURSHIP GENERAL FUND AND THE DEAN'S GENERAL FUND	5,000
UNIVERSITY OF OREGON SCHOOL OF ARCHITECTURE ALLIED ARTS OFFICE OF DEV 5235 UNIV OF OREGON EUGENE,OR 974035235	NONE	170(B)(1)(A)	TO SUPPORT THE ARCHITECTURE & ALLIED ARTS PROGRAM	3,500
URBAN INSTITUTE FOR CONTEMPORARY ARTS 2 WEST FULTON GRAND RAPIDS,MI 49503	NONE	509(A)(1)	DICK AND BETSY DEVOS FOUNDATION AND CHALLENGE GRANT FOR THE NEW UICA BUILDING CAMPAIGN	25,000
WATERFRONT COMMUNITY PARK ASSOCIATION PO BOX 1005 HOOD RIVER,OR 97031	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
WEST GRAND NEIGHBORHOOD ORGANIZATION 415 LEONARD NW GRAND RAPIDS,MI 49504	NONE	509(A)(1)	WESTSIDE AREA SPECIFIC PLAN	24,400
WEST MICHIGAN CENTER FOR ARTS AND TECHNOLOGY 98 EAST FULTON SUITE 202 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	100
WEST MICHIGAN CENTER FOR ARTS AND TECHNOLOGY 98 EAST FULTON SUITE 202 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	WMCAT TEEN ARTS PROGRAM	50,000
WEST MICHIGAN ENVIRONMENTAL ACTION COUNCIL 1007 LAKE DR SE GRAND RAPIDS,MI 49506	NONE	509(A)(2)	SUPPORT FOR THE "YOU ARE HERE" CAMPAIGN - KLH MATCH	150
WEST MICHIGAN ENVIRONMENTAL ACTION COUNCIL 1007 LAKE DR SE GRAND RAPIDS,MI 49506	NONE	509(A)(2)	SUPPORT FOR THE MAYORS' 10TH ANNIVERSARY GRAND RIVER CLEAN-UP	250
WEST MICHIGAN MIRACLE LEAGUE 1878 SUNTREE LANE ZEELAND,MI 49464	NONE	509(A)(1)	WEST MICHIGAN MIRACLE LEAGUE CAPITAL CAMPAIGN	5,000
YWCA WEST CENTRAL MICHIGAN 25 SHELDON BLVD SE GRAND RAPIDS,MI 495034295	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	775
<b>Total . . . . .</b>  <b>3a</b>				4,958,203

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions )
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a COMMONFUND PRIVATE EQUITY IV K-1	900000	33			
b COMMONFUND PRIVATE EQUITY VI K-1	900000	8,814			
c COMMONFUND VENTURE PARTNERS V K-1	900000	1,001			
d COMMONFUND VENTURE PARTNERS VII K-1	900000	-2,004			
e BLACKROCK-QUELLOS REAL ASSETS II	900000	-19,479			
f SIGULER GUFF	900000	627			
g WILLOWRIDGE/AMBERBROOK V	900000	-1,667			
h WILLOWRIDGE/AMBERBROOK VI	900000	-1,365			

## TY 2013 Accounting Fees Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PLANTE & MORAN, PLLC	23,515	3,703	0	18,812



Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: FREY FOUNDATION

EIN: 23-7094777

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
COMMONFUND VENTURE PARTNERS V		PURCHASED				104		0	-104	
COMMONFUND PRIVATE EQUITY IV		PURCHASED			2,848			0	2,848	
COMMONFUND PRIVATE EQUITY VI		PURCHASED			5,436			0	5,436	
COMMONFUND VENTURE PARTNERS VII		PURCHASED				40		0	-40	
QUELLOS/BLACKROCK		PURCHASED			10,641			0	10,641	
WILLOWRIDGE/AMBERBROOK V		PURCHASED				6,481		0	-6,481	
WILLOWRIDGE/AMBERBROOK VI		PURCHASED			174			0	174	

**TY 2013 General Explanation Attachment****Name:** FREY FOUNDATION**EIN:** 23-7094777

Identifier	Return Reference	Explanation
	FORM 990-PF, PART VII-A, LINE 12	THE FOUNDATION MADE DISTRIBUTIONS TO TWO DONOR ADVISED FUNDS (FUNDS) OVER WHICH THE FOUNDATION OR A DISQUALIFIED PERSON HAS ADVISORY PRIVILEGES. THE FOUNDATION TREATED BOTH OF THESE AS QUALIFYING DISTRIBUTIONS BECAUSE THE MONEY WAS OR WILL BE REDISTRIBUTED BY THE FUNDS TO QUALIFIED SECTION 170(C)(2)(B) ORGANIZATIONS WHO WILL USE THE MONEY FOR THEIR CHARITABLE PURPOSES. ALL DISTRIBUTIONS FROM THE FUNDS ARE PRE-APPROVED BY THE FUNDS' BOARD.

Identifier	Return Reference	Explanation
	FORM 990-PF, PART VIII, NUMBER 1 AND 2	THE OFFICERS, DIRECTORS, KEY EMPLOYEES, AND HIGHEST PAID EMPLOYEES ALL RECEIVE A NOMINAL AMOUNT FOR EXPENSE ACCOUNT REIMBURSEMENT AND OTHER ALLOWANCES

TY 2013 Investments Corporate  
Stock Schedule

Name: FREY FOUNDATION  
EIN: 23-7094777

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACADIA PHARMACEUTICALS INC 3850 SHARES	96,211	96,211
ALKERMES PLC 4290 SHARES	174,431	174,431
ALLIANCE DATA SYS CORP 680 SHARES	178,792	178,792
ALLSCRIPTS HEALTHCARE SOLUTIONS 7310 SHARES	113,013	113,013
ARCOS DORADOS HOLDINGS INC A 3890 SHARES	47,147	47,147
ARTHROCARE CORP 2200 SHARES	88,528	88,528
AVAGO TECHNOLOGIES LTD 730 SHARES	38,602	38,602
BE AEROSPACE INC 1610 SHARES	140,118	140,118
BEST BUY 4070 SHARES	162,312	162,312
BRINKER INTL INC 2170 SHARES	100,558	100,558
CELANESE CORP DE COM SER A 650 SHARES	35,951	35,951
COMERICA INC 2050 SHARES	97,457	97,457
COMMUNITY HEALTH SYS INC NEW 3310 SHARES	129,984	129,984
CONCUR TECHNOLOGIES INC 730 SHARES	75,321	75,321
CONSOL ENERGY INC 3570 SHARES	135,803	135,803
COVANCE INC 1200 SHARES	105,672	105,672
CROWN HOLDINGS INC 1680 SHARES	74,878	74,878
CUBIST PHARMACEUTICALS INC 2490 SHARES	171,486	171,486
CYTEC INDUSTRIES INC 1220 SHARES	113,655	113,655
DENBURY RESOURCES INC COM NEW 4850 SHARES	79,685	79,685
EVEREST RE GROUP LTD 365 SHARES	56,893	56,893
FIRST REPUBLIC BANK/SF COM 2560 SHARES	134,016	134,016
FLEETCOR TECHNOLOGIES INC 1015 SHARES	118,928	118,928
GENERAC HLDGS INC 1500 SHARES	84,960	84,960
GENESEE & WYOMING INC CL A 860 SHARES	82,603	82,603
GENTEX CORP 3920 SHARES	129,282	129,282
GENWORTH FINL INC CL A 6690 SHARES	103,896	103,896
GNC HLDGS INC 1050 SHARES	61,372	61,372
HARMAN INTL INDS INC NEW 1010 SHARES	82,668	82,668
HUBBELL INC CL B 1260 SHARES	137,214	137,214

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HUNTSMAN CORP 5270 SHARES	129,642	129,642
IDEXX LABORATORIES INC 1300 SHARES	138,281	138,281
IHS INC COM CL A 1055 SHARES	126,283	126,283
INFORMATICA CORP 2000 SHARES	83,000	83,000
IPG PHOTONICS CORP 160 SHARES	12,418	12,418
JARDEN CORP 2405 SHARES	147,547	147,547
JDS UNIPHASE CORP 4440 SHARES	57,653	57,653
JONES LANG LASALLE INC 1220 SHARES	124,916	124,916
LANDSTAR SYSTEM INC 1070 SHARES	61,471	61,471
LINCOLN ELECTRIC HLDGS 1590 SHARES	113,431	113,431
LKQ CORP 2680 SHARES	88,172	88,172
MARTIN MARIETTA MATERIALS INC 605 SHARES	60,464	60,464
MCDERMOTT INTERNATIONAL INC 6320 SHARES	57,891	57,891
METTLER-TOLEDO INTL INC 620 SHARES	150,406	150,406
MWI VETERINARY SUPPLY INC 415 SHARES	70,536	70,536
NEXSTAR BROADCASTING GROUP INC 1750 SHARES	97,527	97,527
NPS PHARMACEUTICALS INC 2450 SHARES	74,382	74,382
NVR INC 83 SHARES	85,159	85,159
NXP SEMICONDUCTORS NV 2600 SHARES	119,418	119,418
PACKAGING CORP OF AMERICA 2250 SHARES	142,380	142,380
PANDORA MEDIA INC COM 2730 SHARES	72,618	72,618
POLYONE CORPORATION 2500 SHARES	88,375	88,375
QLIK TECHNOLOGIES INC 3740 SHARES	99,596	99,596
RAYMOND JAMES FINL INC 2670 SHARES	139,347	139,347
ROBERT HALF INTL INC 1950 SHARES	81,880	81,880
ROCKWOOD HLDGS INC 1770 SHARES	127,298	127,298
ROWAN COMPANIES PLC 4010 SHARES	141,794	141,794
SCOTTS MIRACLE-GRO CO CL A 2190 SHARES	136,262	136,262
SERVICE CORP INTERNATL 6480 SHARES	117,482	117,482
SERVICENOW INC 1620 SHARES	90,736	90,736

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SIGNET JEWELERS LTD 1300 SHARES	102,310	102,310
SKYWORKS SOLUTIONS INC 1880 SHARES	53,693	53,693
STARWOOD PPTY TR INC 3330 SHARES	92,241	92,241
TAYLOR MORRISON HOME CORP 2590 SHARES	58,146	58,146
TEMPUR-PEDIC INTL INC 1520 SHARES	82,019	82,019
TESORO CORPORATION 4280 SHARES	250,380	250,380
TIMKEN CO 1910 SHARES	105,184	105,184
TOTAL SYSTEMS SERV 3470 SHARES	115,482	115,482
TRACTOR SUPPLY CO 1200 SHARES	93,096	93,096
TRANSDIGM GROUP INC 765 SHARES	123,180	123,180
UNITED RENTALS INC 1640 SHARES	127,838	127,838
URBAN OUTFITTERS INC 3200 SHARES	118,720	118,720
VERIFONE HLDGS INC 4180 SHARES	112,108	112,108
WABCO HLDGS INC 900 SHARES	84,069	84,069
WASTE CONNECTIONS INC 1740 SHARES	75,916	75,916
WESCO INTERNATIONAL INC 1790 SHARES	163,015	163,015
WILLIAMS SONOMA INC 1450 SHARES	84,506	84,506
WRIGHT MEDICAL GROUP INC 4370 SHARES	134,203	134,203

TY 2013 Investments - Other Schedule

Name: FREY FOUNDATION

EIN: 23-7094777

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN FUNDS - EURO PACIFIC	FMV	5,055,043	5,055,043
ARTISAN INTERNATIONAL	FMV	4,970,407	4,970,407
BARROW HANLEY MEWHINNEY & STRAUSS	FMV	6,291,151	6,291,151
BLACKROCK/QUELLOS REAL ASSETS II	FMV	1,819,078	1,819,078
COMMON SENSE LONG BIASED	FMV	3,941,577	3,941,577
COMMONFUND - PRIVATE EQUITY PARTNERS IV	FMV	1,230,273	1,230,273
COMMONFUND - PRIVATE EQUITY PARTNERS VI	FMV	3,153,529	3,153,529
COMMONFUND - VENTURE CAPITAL PARTNERS V	FMV	1,223,089	1,223,089
COMMONFUND - VENTURE CAPITAL PARTNERS VII	FMV	1,975,810	1,975,810
DFA EMERGING MARKETS	FMV	11,542,935	11,542,935
DFA INTERNATIONAL SMALL CAP VALUE	FMV	7,762,580	7,762,580
DFA INTERNATIONAL VALUE	FMV	6,127,382	6,127,382
DFA US SMALL CAP VALUE FUND	FMV	8,495,218	8,495,218
FRANKLIN TEMPLETON GLOBAL BOND FUND	FMV	3,669,061	3,669,061
ING GLOBAL REAL ESTATE FUND I	FMV	3,271,127	3,271,127
IRONWOOD	FMV	7,070,295	7,070,295
ISHARES RUSSELL 1000 GROWTH	FMV	6,178,592	6,178,592
JC FLOWERS - JCF III	FMV	1,515,834	1,515,834
METROPOLITAN/MREP VII	FMV	584,477	584,477
PIMCO - ALL ASSET FUND	FMV	7,176,427	7,176,427
PIMCO - REAL RETURN FUND	FMV	3,467,688	3,467,688
PIMCO - TOTAL RETURN FUND	FMV	14,240,122	14,240,122
POWERSHARES DB COMMODITY INDEX TRACKING FUND	FMV	3,257,126	3,257,126
SIGULER GUFF/DISTRESSED OPP FUND III	FMV	2,368,883	2,368,883
TFS MARKET NEUTRAL FUND	FMV	3,047,071	3,047,071
VANGUARD INSTITUTIONAL INDEX FUND	FMV	12,264,576	12,264,576
VANGUARD MID-CAP INDEX FUND	FMV	3,995,921	3,995,921
WILLOWRIDGE/AMBERBROOK V	FMV	2,098,691	2,098,691
WILLOWRIDGE/AMBERBROOK VI	FMV	1,717,713	1,717,713

**TY 2013 Land, Etc. Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND FIXTURES	146,081	12,301	133,780	
OFFICE EQUIPMENT	169,332	86,551	82,781	
LEASEHOLD IMPROVEMENTS	350,192	105,058	245,134	



# TY 2013 Legal Fees Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CLARK HILL, PLC	22,036	628	0	21,408
DICKINSON WRIGHT, PLLC	30,670	874	0	29,796
MILLER JOHNSON SNELL & CUMMISKEY, PLC	460	13	0	447
WARNER NORCROSS & JUDD, LLP	8,380	239	0	8,141
RHOADES MCKEE, PC	13,060	372	0	12,688

**TY 2013 Other Assets Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OTHER PREPAIDS	10,176	5,901	5,901
REFUNDABLE EXCISE TAXES	60,638	20,638	20,638
PREPAID INSURANCE	7,463	7,083	7,083
ACCRUED DIVIDEND INCOME	0	204,500	204,500

TY 2013 Other Decreases Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Amount
NET IMPACT OF K-1 ITEMS NOT REFLECTED IN FINANCIALS; INCLUDED IN C/Y 990-PF	2,677,144

# **TY 2013 Other Expenses Schedule**

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER /TECHNOLOGY SUPPORT	24,188	4,486	0	19,702
COMPUTER SYSTEMS & SUPPORT	33,591	2,073	0	31,518
DUES	3,548	954	0	2,594
EQUIPMENT LEASE	1,380	276	0	1,104
FOUNDATION INITIATED AND ADMINISTERED PROGRAMS	111,933	0	0	111,933
INSURANCE	7,974	1,595	0	6,379
OFFICE EQUIPMENT AND FURNITURE	1,300	260	0	1,040
OFFICE SUPPLIES	5,018	1,004	0	4,014
OFFICE/EQUIPMENT MAINTENANCE	13,489	2,698	0	10,791
OUTSIDE EMPLOYMENT SERVICES	3,946	790	0	3,156
PARKING	13,128	2,626	0	10,502
POSTAGE	2,990	597	0	2,393
TELEPHONE	11,610	2,323	0	9,287
UTILITIES	5,258	1,052	0	4,206
OTHER MISCELLANEOUS EXPENSE	4,081	816	0	3,265
AMORTIZATION	35,020	7,004		0

## TY 2013 Other Income Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	34,549	34,549	
COMMUNFUND VENTURE PARTNERS V	6,526	6,526	
COMMONFUND PRIVATE EQUITY IV	371	371	
COMMONFUND PRIVATE EQUITY VI	12,787	12,787	
COMMONFUND VENTURE PARTNERS VII	8,056	8,056	
QUELLOS/BLACKROCK	44,926	44,926	
WILLOWRIDGE/AMBERBROOK V	11,314	11,314	
SIGULER GUFF	87,502	87,502	
WILLOWRIDGE/AMBERBROOK VI	5,149	5,149	
METROPOLITAN - MREP VII	1,544	1,544	
COMMONFUND PRIVATE EQUITY IV K-1	33		0
COMMONFUND PRIVATE EQUITY VI K-1	8,814		0
COMMONFUND VENTURE PARTNERS V K-1	1,001		0
COMMONFUND VENTURE PARTNERS VII K-1	-2,004		0
BLACKROCK-QUELLOS REAL ASSETS II	-19,479		0
SIGULER GUFF	627		0
WILLOWRIDGE/AMBERBROOK V	-1,667		0
WILLOWRIDGE/AMBERBROOK VI	-1,365		0

## TY 2013 Other Increases Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Amount
NET IMPACT OF K-1 ITEMS REFLECTED IN FINANCIALS; INCLUDED IN P/Y 990-PF	1,386,770
UNREALIZED GAINS ON INVESTMENTS	13,029,381

TY 2013 Other Professional Fees Schedule

Name: FREY FOUNDATION  
EIN: 23-7094777

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL SERVICES - COMERICA	24,422	24,422	0	0
INVESTMENT MGR - WESTFIELD	74,775	74,775	0	0
INVESTMENT MGR - BARROW HANLEY	49,959	49,955	0	0
INVESTMENT MGR - COMMONFUND	189,286	180,701	0	0
INVESTMENT MGR - BLACKROCK/QUELLOS	105,641	105,641	0	0
INVESTMENT MGR - WILLOWRIDGE	106,639	104,570	0	0
INVESTMENT MGR - SIGULER GUFF	42,159	42,159	0	0
INVESTMENT MGR - JC FLOWERS	1,798	1,798	0	0
INVESTMENT MGR - METROPOLITIAN	22,240	22,240	0	0
INVESTMENT CONSULTANT - FUND EVALUATION GROUP	115,762	115,762	0	0
INDEPENDENT FINANCIAL - TOM LOUPEE	6,300	6,300	0	0
INDEPENDENT FINANCIAL - GARY JOHNSON	2,800	2,800	0	0
PROGRAM - SURPASS INC	8,859	0	0	8,859
PROGRAM - BEREAN LLC	11,893	0	0	11,893
DESIGN WORK - VIA DESIGN	9,949	1,990	0	7,959
PROGRAM - SUSAN NEWHOF	5,535	0	0	5,535
PROGRAM - LINDA HELSTOWSKI	13,000	0	0	13,000
PROGRAM - WAGNER DESIGN	3,679	0	0	3,679
PROGRAM - ROBERT NEUMANN PHOTOGRAPHY	6,619	0	0	6,619
PROGRAM - DDM MARKETING	14,872	0	0	14,872
PROGRAM - CQL INC	29,963	0	0	29,963
PROGRAM - SALLY ZARA PUBLIC RELATIONS	1,313	0	0	1,313
PROGRAM - JOHNSON CENTER FOR PHILANTHROPY	25,050	0	0	25,050
PROGRAM - NEITHERCUT PHILANTHROPY ADVISORS	500	0	0	500
CONSULTANT - LANSBERG, GERSICK & ASSOCIATES	30,325	6,065	0	24,260
CONSULTANT - WILLIAMS GROUP	1,500	300	0	1,200
CONSULTANT - NATIONAL CENTER FOR FAMILY PHIL	2,000	400	0	1,600
CONSULTANT - JOYCE BOBOLTS	19,413	3,883	0	15,530
TEMPORARY SERVICES - EVERGREEN	5,002	1,000	0	4,002
HUMAN RESOURCES - PONDERA	19,913	3,983	0	15,930
HUMAN RESOURCES - HR COLLABORATIVE	11,640	2,328	0	9,312
HUMAN RESOURCES - HIRING SOLUTIONS	5,280	1,056	0	4,224
PAYROLL PROCESSING - FLEX CHECKS	5,505	1,101	0	4,404
PROGRAM - OTHER	49	0	0	49
OTHER	1,905	1,095	0	810

**TY 2013 Taxes Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	210,000	0	0	0
TAXES PAID ON FOREIGN INVESTMENT INCOME	43,436	43,394	0	0