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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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052


2014


Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation THE BURDICK-THORNE FOUNDATION		A Employer identification number 38-2904527	
% THE CONNABLE OFFICE INC		B Telephone number (see instructions) (269) 382-5800	
Number and street (or P O box number if mail is not delivered to street address) 136 EAST MICHIGAN AVENUE SUITE 120 Suite		C If exemption application is pending, check here <input type="checkbox"/>	
Room/suite			
City or town, state or province, country, and ZIP or foreign postal code KALAMAZOO, MI 490073936		D 1. Foreign organizations, check here <input type="checkbox"/>	
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		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11,030,181		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	87	87		
	4 Dividends and interest from securities.	228,597	228,597		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	756,481			
	b Gross sales price for all assets on line 6a 3,857,102				
	7 Capital gain net income (from Part IV, line 2) . . .		756,481		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	985,165	985,165		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,001	0	0	4,001
	c Other professional fees (attach schedule)	115,866	37,077		78,789
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	11,970			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,922	1,726		1,196
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	134,759	38,803	0	83,986
	25 Contributions, gifts, grants paid	488,300			488,300
	26 Total expenses and disbursements. Add lines 24 and 25	623,059	38,803	0	572,286
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	362,106			
	b Net investment income (if negative, enter -0-)		946,362		
	c Adjusted net income (if negative, enter -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			
	2	Savings and temporary cash investments	338,416	1,111,703	1,111,703
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	8,522,937 	8,336,839	9,918,478
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,861,353	9,448,542	11,030,181
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	8,861,353	9,448,542	
	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)	8,861,353	9,448,542	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	8,861,353	9,448,542	

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 8,861,353
2	Enter amount from Part I, line 27a	2 362,106
3	Other increases not included in line 2 (itemize) ▶ 	3 225,083
4	Add lines 1, 2, and 3	4 9,448,542
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 9,448,542

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)
1 a	ST PUBLICLY TRADED SEC - SEE ATTACHED	P		
b	LT PUBLICLY TRADED SEC - SEE ATTACHED	P		
c	CAPITAL GAIN DIVIDENDS	P		
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 258,293		261,935	-3,642
b 3,482,495		2,838,686	643,809
c			116,314
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-3,642
b			643,809
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	756,481
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 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))
2013	485,577	10,922,446	0 044457
2012	528,164	10,196,365	0 051799
2011	460,867	10,463,718	0 044044
2010	354,013	9,743,847	0 036332
2009	496,869	8,560,480	0 058042

2	Total of line 1, column (d).	2	0 234674
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 046935
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	11,330,405
5	Multiply line 4 by line 3.	5	531,793
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	9,464
7	Add lines 5 and 6.	7	541,257
8	Enter qualifying distributions from Part XII, line 4.	8	572,286

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 page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
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	9,464
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3		Add lines 1 and 2.		3	9,464
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	9,464
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,915	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	7,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	12,915
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	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	3,451
11		Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 3,451 Refunded <input type="checkbox"/>		11	

Part VII-A

Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? <input checked="" type="checkbox"/>	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ (2) On foundation managers <input checked="" type="checkbox"/> \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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> <input checked="" type="checkbox"/>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> <input checked="" type="checkbox"/>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MI			
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>	8b	Yes	
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>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of THE CONNABLE OFFICE INC Telephone no (269) 382-5800 Located at 136 EAST MICHIGAN AVENUE SUITE 120 KALAMAZOO MI ZIP +4 490073936			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 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?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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)			
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.	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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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.)	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 2014?	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 4945(d)(4)(A)? (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

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
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	

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	10,887,872
b	Average of monthly cash balances.	1b	615,077
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	11,502,949
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	11,502,949
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	172,544
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,330,405
6	Minimum investment return. Enter 5% of line 5.	6	566,520

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	566,520
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	9,464
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,464
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	557,056
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	557,056
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	557,056

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	572,286
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	572,286
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	9,464
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	562,822

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				557,056
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			28,164	
b Total for prior years 2012 , 2011 , 2010		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.				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 572,286				
a Applied to 2013, but not more than line 2a			28,164	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				544,122
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).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				12,934
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
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. . . .	0			

Part XIV

1a 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. . . .

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

■ 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

• 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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	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	488,300
b Approved for future payment See Additional Data Table				
Total			3b	128,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Part XVII

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** _____ Signature of officer or trustee	2015-08-17 _____ 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 Daniel Fuller	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00238135
	Firm's name <input checked="" type="checkbox"/> BDO USA LLP			Firm's EIN <input type="checkbox"/>	
	Firm's address <input checked="" type="checkbox"/> 200 OTTAWA AVE NW STE 300 GRAND RAPIDS, MI 49503			Phone no (616) 774-7000	


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
JAMES C MELVIN	PRESIDENT/TRUSTEE 1 0	0	0	0
136 EAST MICHIGAN AVENUE KALAMAZOO,MI 490073936				
LOYAL A ELDRIDGE III	VICE PRES/SECRETARY/TRUSTEE 1 0	0	0	0
136 EAST MICHIGAN AVENUE KALAMAZOO,MI 490073936				
DAVID S KRUIS	TREASURER/TRUSTEE 2 0	0	0	0
136 EAST MICHIGAN AVENUE KALAMAZOO,MI 490073936				
BETSY V THORNE	TRUSTEE 1 0	0	0	0
136 EAST MICHIGAN AVENUE KALAMAZOO,MI 490073936				
ANDREA M THORNE	TRUSTEE 1 0	0	0	0
136 EAST MICHIGAN AVENUE KALAMAZOO,MI 490073936				
BRADLEY E WELLER	VICE PRESIDENT/TRUSTEE 1 0	0	0	0
136 EAST MICHIGAN AVENUE KALAMAZOO,MI 490073936				
JAMES S HILBOLDT	EMERITUS TRUSTEE 1 0	0	0	0
136 EAST MICHIGAN AVENUE KALAMAZOO,MI 490073936				

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)				
a <i>Paid during the year</i>				
AMERICAN RED CROSS OF GREATER KALAMAZOO 5640 VENTURE CT KALAMAZOO,MI 49009	NONE	PC	OPERATING SUPPORT	7,500
ARTS COUNCIL OF GREATER KALAMAZOO EPIC CENTER 359 S KALAMAZOO MALL KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	10,500
WESTERN MICHIGAN UNIVERSITY 1903 W MICHIGAN AVE KALAMAZOO,MI 490085403	NONE	PC	MUSIC DEPARTMENT SEMINAR PROGRAM	5,000
BACH FESTIVAL SOCIETY OF KALAMAZOO INC 1200 ACADEMY STREET KALAMAZOO,MI 49006	NONE	PC	OPERATING SUPPORT	4,250
BOYS & GIRLS CLUBS OF GREATER KALAMAZOO INC 915 LAKE STREET KALAMAZOO,MI 49009	NONE	PC	OPERATING SUPPORT	3,250
COMMUNITY HEALING CENTERS 1910 SHAFFER STREET KALAMAZOO,MI 49048	NONE	PC	OPERATING SUPPORT	3,250
CRESCENDO ACADEMY OF MUSIC INC 359 SOUTH BURDICK STREET KALAMAZOO,MI 49007	NONE	PC	SCHOLARSHIPS	3,250
FAMILY & CHILDREN SERVICES INC 1608 LAKE STREET KALAMAZOO,MI 49001	NONE	PC	OPERATING SUPPORT	10,500
FOCUS HOPE 1355 OAKMAN BOULEVARD DETROIT,MI 49328	NONE	PC	OPERATING SUPPORT	1,250
FONTANA CHAMBER ARTS 359 S KALAMAZOO MALL SUITE 200 KALAMAZOO,MI 49007	NONE	PC	2014-2015 EDUCATION AND COMMUNITY ENGAGEMENT PROGRAM	10,500
GRYPHON PLACE 1104 S WESTNEDGE KALAMAZOO,MI 49008	NONE	PC	OPERATING SUPPORT	1,250
HOSPICE CARE OF SOUTHWEST MICHIGAN 222 N KALAMAZOO MALL SUITE 100 KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	5,250
HOSPITAL HOSPITALITY HOUSE OF KALAMAZOO INC 527 W SOUTH ST KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	2,250
HOUSING RESOURCES INC 345 N BURDICK ST KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	6,500
KALAMAZOO COUNTY HUMANE SOCIETY 4239 S WESTNEDGE KALAMAZOO,MI 49008	NONE	PC	OPERATING SUPPORT	3,250
Total  3a				488,300


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)				
a Paid during the year				
KALAMAZOO GOSPEL MISSION 448 N BURDICK ST KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	1,250
KALAMAZOO JUNIOR SYMPHONY SOCIETY 714 SOUTH WESTNEDGE AVENUE KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	1,250
KALAMAZOO LOAVES AND FISHES 913 EAST ALCOTT KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	6,500
KALAMAZOO NATURE CENTER INC 7000 N WESTNEDGE AVENUE KALAMAZOO,MI 49009	NONE	PC	OPERATING SUPPORT	7,500
KALAMAZOO REGIONAL EDUCATIONAL SERVICE AGENCY 1601 S BURDICK STREET KALAMAZOO,MI 49001	NONE	PC	ANNUAL SCHOLARSHIPS	5,250
THE KALAMAZOO CIVIC THEATRE 329 SOUTH PARK STREET KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	2,250
KALAMAZOO VALLEY HABITAT FOR HUMANITY 525 EAST KALAMAZOO AVE KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	2,250
MICHIGAN YOUTH ARTS ASSOCIATION 301 W 4TH STREET SUITE 415 ROYAL OAK,MI 48067	NONE	PC	MICHIGAN YOUTH ARTS FESTIVAL	6,500
MINISTRY WITH COMMUNITY INC 440 N CHURCH STREET KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	4,250
NEW VIC THEATRICALS INC 134 EAST VINE ST KALAMAZOO,MI 49001	NONE	PC	OPERATING SUPPORT	1,250
THE SALVATION ARMY 1700 SOUTH BURDICK STREET KALAMAZOO,MI 49001	NONE	PC	OPERATING SUPPORT	3,250
SOUTHWEST MICHIGAN LAND CONSERVANCY INC 6851 S SPRINKLE ROAD PORTAGE,MI 49002	NONE	PC	OPERATING SUPPORT	4,250
SPECIALIZED LANGUAGE DEVELOPMENT CENTER INC 504 S WESTNEDGE AVE STE B KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	3,250
WELLSPRINGCORI TERRY AND DANCERS 359 S KALAMAZOO MALL STE 204 KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	2,250
YWCA OF KALAMAZOO 912 N BURDICK ST KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	3,250
Total  3a				488,300


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)				
a Paid during the year				
KALAMAZOO COLLEGE 1200 ACADEMY STREET KALAMAZOO,MI 49006	NONE	PC	FITNESS AND WELLNESS CENTER	20,000
KALAMAZOO SYMPHONY ORCHESTRA 359 SOUTH KALAMAZOO MALL STE 100 KALAMAZOO,MI 49007	NONE	PC	BARRY ROSS GUEST VIOLINIST FUND	7,000
WESTERN MICHIGAN UNIVERSITY FOUNDATION 1903 W MICHIGAN AVE KALAMAZOO,MI 490085403	NONE	PC	BURDICK-THORNE MEDALLION SCHOLARSHIP	12,500
PRETTY LAKE VACATION CAMP 9123 WEST Q AVENUE MATTAWAN,MI 49071	NONE	PC	ADOPT-A-CAMPER	3,250
KALAMAZOO COLLEGE 1200 ACADEMY STREET KALAMAZOO,MI 49006	NONE	PC	VISITING ARTIST FUND	8,500
SENIOR SERVICES INC 918 JASPER STREET KALAMAZOO,MI 49001	NONE	PC	OPERATING SUPPORT	6,500
PEOPLES CHURCH OF KALAMAZOO MICHIGAN 1758 NORTH TENTH STREET KALAMAZOO,MI 49009	NONE	PC	OPERATING SUPPORT	3,250
KALAMAZOO LITERACY COUNCIL 420 EAST ALCOTT STREET KALAMAZOO,MI 49001	NONE	PC	EVERYONE NEEDS TO READ ANNUAL CAMPAIGN	2,500
KALAMAZOO COMMUNITY FOUNDATION 151 SOUTH ROSE STREET SUITE 332 KALAMAZOO,MI 49007	NONE	PC	KALAMAZOO RIVER VALLEY TRAILWAY CONSTRUCTION FUND FOR WMU/KALAMAZOO COLLEGE/DOWNTOWN CONNECTIONS	25,000
JULIUS & ESTHER STULBERG COMPETITION INC 359 S KALAMAZOO MALL STE 14 KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	3,250
YMCA OF KALAMAZOO 2900 W CENTRE PORTAGE,MI 49024	NONE	PC	OPERATING SUPPORT	3,250
KALAMAZOO VALLEY COMMUNITY COLLEGE FOUNDATION 6767 WEST O AVENUE PO BOX 4070 KALAMAZOO,MI 49003	NONE	PC	PRESIDENT'S DISCRETIONARY FUND	5,250
VOLUNTEER KALAMAZOO 709-A S WESTNEDGE AVE KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	1,250
OPEN DOORS KALAMAZOO PO BOX 50102 KALAMAZOO,MI 49005	NONE	PC	OPERATING SUPPORT	3,250
COMMUNITIES IN SCHOOLS OF KALAMAZOO 125 WEXCHANGE PLACE KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	30,000
Total  3a				488,300

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)				
a Paid during the year				
EDUCATING FOR FREEDOM IN SCHOOLS PO BOX 51445 KALAMAZOO,MI 49005	NONE	PC	CHILDRENS DEFENSE FUND FREEDOM SCHOOLS SUMMER PROGRAM	3,000
GUARDIAN FINANCE AND ADVOCACY SERVICES 18 W MICHIGAN AVE SUITE 300 BATTLE CREEK,MI 49017	NONE	PC	OPERATING SUPPORT	2,000
JR POSSE YOUTH EQUESTRIAN PROGRAM 453 W CALDWELL ST COMPTON,CA 90220	NONE	PC	OPERATING SUPPORT	3,250
DKA CHARITIES INC 141 E MICHIGAN AVE STE 501 KALAMAZOO,MI 490073943	NONE	PC	DEDICATED DOWNTOWN COMMUNITY POLICE OFFICER POSITION	2,000
KALAMAZOO COLLEGE 1200 ACADEMY STREET KALAMAZOO,MI 49006	NONE	PC	SCHOLARSHIPS FOR PRIVATE LESSONS AND ENSEMBLES	10,000
KALAMAZOO VALLEY HABITAT FOR HUMANITY 525 EAST KALAMAZOO AVE KALAMAZOO,MI 49007	NONE	PC	STARTS AT HOME CAMPAIGN	20,000
KVCC FOUNDATION 6767 WEST O AVENUE PO BOX 4070 KALAMAZOO,MI 49003	NONE	PC	THE BURDICK-THORNE FOUNDATION SCHOLARSHIP	7,500
UNITED WAY OF BATTLE CREEK AND KALAMAZOO REGION 709 S WESTNEDGE AVE KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	10,000
FARMERS ALLEY THEATRE 221 FARMERS ALLEY KALAMAZOO,MI 49007	NONE	PC	SUPPORT FOR COMMUNITY OUTREACH PERFORMANCE OF CLAYBOURNE PARK	5,000
IRVING S GILMORE INTERNATIONAL KEYBOARD FESTIVAL 359 S KALAMAZOO MALL SUITE 101 KALAMAZOO,MI 49007	NONE	PC	OPERATING SUPPORT	5,000
MINISTRY WITH COMMUNITY INC 440 N CHURCH STREET KALAMAZOO,MI 49007	NONE	PC	REBUILDING LIVES CAMPAIGN	12,500
KALAMAZOO COMMUNITY FOUNDATION 151 SOUTH ROSE STREET SUITE 332 KALAMAZOO,MI 49007	NONE	PC	DRUG TREATMENT COURT FUND	3,250
GULL LAKE COMMUNITY SCHOOLS FOUNDATION 11775 EAST D AVENUE RICHLAND,MI 49083	NONE	PC	KPS STUDENT BUSING TO SPARK SERIES PROGRAM	2,300
KALAMAZOO IN BLOOM INC PO BOX 20178 KALAMAZOO,MI 49019	NONE	PC	OPERATING SUPPORT	500
SENIOR SERVICES INC 918 JASPER STREET KALAMAZOO,MI 49001	NONE	PC	VEHICLE	23,000
Total  3a				488,300

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)				
a <i>Paid during the year</i>				
VIBRANT KALAMAZOO 229 EAST MICHIGAN AVENUE SUITE 240 KALAMAZOO,MI 49007	NONE	PC	KALAMAZOO COUNTY LAND BANK FOR RIVERVIEW LAUNCH	10,000
WMU FOUNDATION 1903 W MICHIGAN AVE KALAMAZOO,MI 490085403	NONE	PC	MASTERS IN ARTS MANAGEMENT PROGRAM	20,000
KALAMAZOO SYMPHONY ORCHESTRA 359 SOUTH KALAMAZOO MALL STE 100 KALAMAZOO,MI 49007	NONE	PC	YOUTH CONCERTS	45,000
HOSPITAL HOSPITALITY HOUSE OF KALAMAZOO 527 W SOUTH ST KALAMAZOO,MI 49007	NONE	PC	CAPITAL CAMPAIGN	17,000
RESIDENTIAL OPPORTUNITIES INCORPORATED 1100 SOUTH ROSE STREET KALAMAZOO,MI 49001	NONE	PC	GREAT LAKES CENTER FOR AUTISM TREATMENT AND RESEARCH DEBT REDUCTION	20,000
Total  3a				488,300

Before you check Box D, E, or F below, check whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which NO adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	LT PUBLICLY			3,482,495	(2,838,686)			643,809

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

TY 2014 Accounting Fees Schedule

Name: THE BURDICK-THORNE FOUNDATION

EIN: 38-2904527

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,001			4,001

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

TY 2014 Depreciation Schedule

Name: THE BURDICK-THORNE FOUNDATION

EIN: 38-2904527

**TY 2014 Investments Corporate
Stock Schedule****Name:** THE BURDICK-THORNE FOUNDATION**EIN:** 38-2904527

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME FUNDS	1,756,696	1,763,122
U.S. EQUITY FUNDS	546,051	916,995
COMMON STOCK	1,497,341	2,319,674
INTERNATIONAL EQUITY FUNDS	2,720,356	3,207,643
ABSOLUTE RETURN	727,350	673,848
COMMODITIES	609,060	511,241
REAL ESTATE INVESTMENTS	479,985	525,955

TY 2014 Other Expenses Schedule**Name:** THE BURDICK-THORNE FOUNDATION**EIN:** 38-2904527

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS FEES	376			376
MICHIGAN ANNUAL REPORT FEE	20			20
FOUNDATION RENEWAL FEE	800			800
THE ENDOWMENT TEI FUND K-1	1,726	1,726		

TY 2014 Other Increases Schedule

Name: THE BURDICK-THORNE FOUNDATION

EIN: 38-2904527

Description	Amount
THE ENDOWMENT TEI FUND SALE ON 12/31/13	225,083

TY 2014 Other Professional Fees Schedule**Name:** THE BURDICK-THORNE FOUNDATION**EIN:** 38-2904527

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDUCIARY FEES	37,077	37,077		
CLERICAL FEES	78,789			78,789

TY 2014 Taxes Schedule

Name: THE BURDICK-THORNE FOUNDATION

EIN: 38-2904527

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	11,970			

Account Name : The Burdick-Thorne Foundation

Shares	Asset Description	Cost	Market
Prices As Of : 12/31/2014			
<u>Fixed Income Funds</u>			
21,662.955	AQR Diversified Arbitrage Fund Cl N	238,582.72	219,229.10
21,331.656	Dodge & Cox Income Fund	291,616.79	293,950.22
7,614.213	Eaton Vance Global Macro Abs Return Fund-Cl A	75,000.00	70,964.47
33,338.83	PIMCO Unconstrained Bond Fund-Cl I	375,651.11	372,728.12
38,013.786	VG Short Term Bond Index Fund	400,000.00	398,384.48
37,522.091	VG Total Bond Market Index Fund	375,845.57	407,865.13
<i>Sub Total</i>		\$ 1,756,696.19	1,763,121.52
<u>U S Equity Funds</u>			
5,673.75	Baron Growth Fund	243,825.13	410,041.91
802	SPDR S&P 500 ETF Trust	65,004.15	164,843.08
14,893.796	Third Avenue Small Cap Value Fund	237,222.06	342,110.49
<i>Sub Total</i>		\$ 546,051.34	916,995.48
<u>Common Stocks</u>			
180	3M Company	4,763.87	29,577.60
144	Amgen Inc	7,803.27	22,937.76
413	Aon Corporation	23,030.93	39,164.79
472	Apple Computer Inc	26,741.05	52,099.36
392	Armstrong World Industries Inc	21,407.79	20,039.04
5,148	Atmel Corp	39,049.60	43,217.46
857	Baker Hughes Inc	41,989.89	48,051.99
1,515	Bank of New York Mellon Corp	33,569.25	61,463.55
824	Baxter International Inc	38,808.26	60,390.96
377	Becton Dickinson & Company	32,447.30	52,463.32
258.4	California Resources Corporation	1,980.97	1,423.78
1,039	Chesapeake Energy Corp	22,182.73	20,333.23
245	ChevronTexaco	17,568.33	27,484.10
2,688	Cisco Systems Inc	42,448.66	74,766.72

Account Name : The Burdick-Thorne Foundation

As Of : 12/31/2014

Shares	Asset Description	Cost	Market
Prices As Of : 12/31/2014			
694	Citigroup Inc Com New	30,518.63	37,552.34
636	CVS Health Corporation	40,538.73	61,253.16
764	Danaher Corporation	25,186.81	65,482.44
435	Devon Energy Corp	24,985.33	26,626.35
342	Dover Corporation	15,545.95	24,528.24
349	Eaton Corp PLC	26,522.29	23,718.04
573	Ecolab Inc	43,815.52	59,889.96
688	Emerson Electric Co	35,464.33	42,470.24
46	Google Inc Cl A Voting	11,634.37	24,410.36
76	Google Inc Cl C Non-Voting	28,439.18	40,006.40
1,338	Hewlett Packard Company	17,246.82	53,693.94
290	Johnson & Johnson	15,005.36	30,325.30
1,213	Johnson Controls Inc	33,233.17	58,636.42
788	JPMorgan Chase & Company	30,577.44	49,313.04
1,716	Juniper Networks Inc	29,432.58	38,301.12
760	Medtronic Inc	29,683.93	54,872.00
974	Microsoft Corp	19,416.71	45,242.30
634	Monsanto Co	47,562.73	75,743.98
489	Occidental Petroleum Corp	41,309.78	39,418.29
1,267	Oracle Corporation	25,773.07	56,976.99
453	Pepsico Inc	13,938.34	42,835.68
147	Precision Castparts Corp	35,506.38	35,409.36
457	Procter & Gamble Co	27,097.51	41,628.13
639	Prudential Financial Inc	34,489.80	57,803.94
548	Qualcomm Inc	20,608.37	40,732.84
443	Schlumberger Limited	33,550.20	37,836.63
682	Skyworks Solutions Inc	36,516.39	49,588.22
2,148	SPDR S&P Bank ETF	46,648.68	72,065.40
573	Stryker Corporation	24,868.13	54,051.09
1,531	Symantec Corporation	38,545.64	39,277.81

Account Name : The Burdick-Thorne Foundation

Shares	Asset Description	Cost	Market
Prices As Of : 12/31/2014			
612	The Babcock & Wilcox Company	20,170.66	18,543.60
929	The Coca Cola Company	22,921.96	39,222.38
372	Thermo Fisher Scientific Inc	18,791.36	46,607.88
1,217	Tyco International PLC	47,068.12	53,377.62
257	United Technologies Corp	11,068.88	29,555.00
710	Wal-Mart Stores Inc	47,237.02	60,974.80
2,692	Weatherford International PLC	33,232.36	30,823.40
1,102	Wells Fargo & Co	28,807.11	60,411.64
1,236	Xylem Inc	30,589.64	47,054.52
Sub Total		\$ 1,497,341.18	2,319,674.51
<u>International Equity Funds</u>			
9,663.091	Harbor International Fund	337,407.37	625,975.03
4,109	iShares MSCI EAFE ETF	254,004.00	249,991.56
5,443	iShares MSCI Emerging Markets ETF	185,880.81	213,855.47
7,586	iShares MSCI EMU ETF	265,028.50	275,599.38
40,329.848	Lazard International Equity Open Fund	574,634.87	688,430.51
7,883.985	Matthews Asia Small Companies Fund	170,924.80	169,190.32
19,912.755	Matthews Japan Fund-CI I	273,254.50	312,829.38
15,917.311	Virtus Emerging Markets Opportunities Fd-CI I	151,351.00	157,422.21
68,803.968	Wasatch Emerging Markets Small Cap Fund	173,383.00	183,706.59
2,275	Wisdom Tree Europe Hedged Equity Fund	132,993.56	126,535.50
4,146	Wisdom Tree Japan Hedged Equity Fund	201,493.97	204,107.58
Sub Total		\$ 2,720,356.38	3,207,643.53
<u>Absolute Return</u>			
35,487.494	PIMCO All Asset All Authority Fund-CI I	362,350.00	324,000.82
32,333.41	Wells Fargo Advantage Absolute Return Fd-CI A	365,000.00	349,847.50
Sub Total		\$ 727,350.00	673,848.32

Account Name : The Burdick-Thorne Foundation

Shares	Asset Description	Cost	Market
Prices As Of : 12/31/2014			
<u>Commodities</u>			
2,711	iShares Global Energy ETF	131,915.36	100,822.09
1,971	iShares US Oil Equipment & Services ETF	110,768.10	98,471.16
6,436	SPDR S&P Metals & Mining	240,515.75	198,614.96
2,368	SPDR S&P Oil & Gas Exploration & Prod	125,860.52	113,332.48
<i>Sub Total</i>		\$ 609,059.73	511,240.69
<u>Real Estate Investments</u>			
4,715.342	Baron Real Estate Fund	100,672.55	123,259.04
4,444	SPDR DJ Wilshire International Real Estate Fd	192,312.03	184,737.08
6,925.926	Third Avenue Real Estate Value Fund	187,000.00	217,958.89
<i>Sub Total</i>		\$ 479,984.58	525,955.01
<u>Bank Accounts</u>			
22.83	Fifth Third Sweep Account	22.83	22.83
<i>Sub Total</i>		\$ 22.83	22.83
<u>Money Market Funds</u>			
581,500	Federated Inst Prime Obligations MM Cash Res	581,500.00	581,500.00
530,179.58	Northern Tr Inst USGS MM Invested Cash	530,179.58	530,179.58
<i>Sub Total</i>		\$ 1,111,679.58	1,111,679.58
<i>Grand Total</i>		\$ 9,448,541.81	11,030,181.47

**THE BURDICK-THORNE FOUNDATION
38-2904527**

**136 E. MICHIGAN AVENUE, KALAMAZOO, MI 49007
2014 RETURN OF PRIVATE FOUNDATION EXEMPT FROM INCOME TAX
FORM 990-PF**

PART VIII - INFORMATION ABOUT OFFICERS, DIRECTORS, AND TRUSTEES

NOTE (1)

The Connable Office, Inc has been appointed agent by the Trustees of the Foundation to serve as custodian and investment manager of the funds and property of the Foundation For these services, under the Agency Agreement, The Connable Office, Inc receives annual fees at the rate of 1% of the market value of the assets, which includes a reasonable amount for bookkeeping and clerical expenses

Messrs Melvin, Eldridge, Kruis and Weller are employed by, or have an ownership interest in, The Connable Office, Inc

The Burdick-Thorne Foundation
As of December 31, 2014

Shares	Asset Name	How Acq	Date Acquired	Date Sold	Holding Period	Sale Proceeds	Original Cost	Realized Gain (Loss)
3,203,000	Market Vectors Junior Gold Miners ETF	Buy	11/12/2013	04/01/2014	Short	115,072	112,448	2,624
3,961,000	ProShares Short S&P 500 ETF	Buy	10/03/2013	01/16/2014	Short	100,067	111,355	(11,288)
538,000	Tesoro Corp	Buy	04/04/2014	10/16/2014	Short	32,214	27,229	4,985
256,000	Teco International Ltd	Buy	02/27/2014	10/09/2014	Short	10,940	10,903	36
21,000	3M Company	Buy	04/01/1993	12/04/2014	Long	3,409	556	2,853
123,000	3M Company	Buy	01/04/2011	12/04/2014	Long	19,965	10,696	9,269
342,000	Amgen Inc	Buy	04/05/2011	12/04/2014	Long	57,533	18,533	39,000
78,000	Aon Corporation	Buy	05/17/2013	09/04/2014	Long	6,897	5,188	1,709
69,000	Apache Corporation	Buy	03/15/2011	09/04/2014	Long	6,852	8,139	(1,287)
145,000	Apache Corporation	Buy	08/11/2011	09/04/2014	Long	14,399	14,861	(462)
95,000	Apache Corporation	Buy	01/24/2012	09/04/2014	Long	9,434	9,268	166
133,000	Apache Corporation	Buy	03/26/2013	09/04/2014	Long	13,207	9,902	3,305
148,000	Apple Computer Inc	Buy	10/01/2008	09/04/2014	Long	14,729	2,353	12,377
87,000	Apple Computer Inc	Buy	03/07/2013	09/04/2014	Long	8,658	5,268	3,391
123,000	Apple Computer Inc	Buy	03/07/2013	07/14/2014	Long	11,891	7,447	4,444
101,000	Apple Computer Inc	Buy	10/18/2013	12/04/2014	Long	11,723	7,347	4,376
320,000	Bank of New York Mellon Corp	Buy	06/04/2008	05/12/2014	Long	11,087	13,340	(2,253)
98,000	Bank of New York Mellon Corp	Buy	10/01/2008	05/12/2014	Long	3,395	3,289	106
227,000	Bank of New York Mellon Corp	Buy	10/01/2008	12/04/2014	Long	9,149	7,619	1,529
40,000	Bank of New York Mellon Corp	Buy	08/07/2009	12/04/2014	Long	1,612	1,232	380
75,000	Cisco Systems Inc	Buy	01/04/2011	12/04/2014	Long	2,086	1,536	550
816,000	Cisco Systems Inc	Buy	03/01/2011	12/04/2014	Long	22,696	15,214	7,482
218,000	Coviden PLC	Buy	11/20/2007	12/04/2014	Long	22,397	7,824	14,573
19,000	Coviden PLC	Buy	09/27/2010	10/16/2014	Long	1,645	688	957
161,000	Coviden PLC	Buy	09/27/2010	12/04/2014	Long	16,541	5,827	10,714
360,000	Coviden PLC	Buy	11/16/2012	10/16/2014	Long	31,172	18,480	12,692
87,000	Dover Corporation	Buy	08/11/2011	12/04/2014	Long	6,635	3,955	2,680
140,000	Dover Corporation	Buy	06/06/2013	12/04/2014	Long	10,676	9,191	1,485
4,791,802	EII International Property Fund	Buy	08/03/2011	08/18/2014	Long	94,255	88,265	5,990
3,142,678	EII International Property Fund	Buy	10/21/2011	08/18/2014	Long	61,816	50,000	11,816
250,000	Exxon Mobil Corp	Buy	10/31/1995	10/09/2014	Long	22,975	4,793	18,182

38 000	Exxon Mobil Corp	Buy	04/16/2010	10/09/2014	Long	3.492	2.584	909
82 000	Exxon Mobil Corp	Buy	10/01/2010	10/09/2014	Long	7.536	5.121	2.415
2.994 000	First Trust ISE-Revere Natural Gas Index	Buy	05/17/2012	07/01/2014	Long	70.150	45.725	24.425
2.753 000	First Trust ISE-Revere Natural Gas Index	Buy	04/11/2013	07/01/2014	Long	64.504	47.381	17.123
576 000	General Electric Company	Buy	03/17/2009	06/16/2014	Long	15.442	5.651	9.791
309 000	General Electric Company	Buy	10/01/2010	06/16/2014	Long	8.284	5.071	3.213
168 000	General Electric Company	Buy	01/04/2011	06/16/2014	Long	4.504	3.088	1.416
20 000	Google Inc Cl A Voting	Buy	11/16/2012	02/27/2014	Long	24.455	12.965	11.490
3.623 161	Harbor International Fund	Buy	05/29/2009	12/04/2014	Long	249.527	160.470	89.057
6 922	Harbor International Fund	Buy	02/05/2010	12/04/2014	Long	477	344	132
8.964 578	Hennessy Small Cap Financial Fund-Cl I	Buy	01/12/2012	04/01/2014	Long	138.592	98.700	39.892
139 000	Hewlett Packard Company	Buy	03/06/2012	12/04/2014	Long	5.409	3.384	2.024
194 000	Hewlett Packard Company	Buy	11/16/2012	12/04/2014	Long	7.549	2.501	5.048
230 000	iShares MSCI Emerging Markets ETF	Buy	10/07/2008	11/21/2014	Long	9.661	6.564	3.096
294 000	iShares MSCI Emerging Markets ETF	Buy	10/14/2008	11/21/2014	Long	12.349	8.535	3.814
321 000	iShares MSCI Emerging Markets ETF	Buy	03/19/2009	11/21/2014	Long	13.483	7.832	5.650
732 000	iShares MSCI Emerging Markets ETF	Buy	04/03/2009	11/21/2014	Long	30.746	19.786	10.960
918 000	iShares MSCI Emerging Markets ETF	Buy	05/27/2009	11/21/2014	Long	38.558	29.935	8.623
1.186 000	iShares MSCI Emerging Markets ETF	Buy	09/17/2010	11/21/2014	Long	49.815	51.069	(1.255)
846 000	iShares MSCI Emerging Markets ETF	Buy	08/09/2011	11/21/2014	Long	35.534	33.855	1.678
1.191 000	iShares MSCI EMU ETF	Buy	10/19/2012	11/21/2014	Long	45.061	37.313	7.748
2.779 000	iShares MSCI EMU ETF	Buy	08/05/2013	11/21/2014	Long	105.142	99.822	5.320
248 000	Johnson Controls Inc	Buy	06/21/2012	05/12/2014	Long	11.221	6.795	4.426
0 500	Knowles Corporation	Spin	08/11/2011	03/07/2014	Long	15	9	6
214 000	Knowles Corporation	Spin	08/11/2011	07/14/2014	Long	6.265	3.835	2.430
70 000	Knowles Corporation	Spin	06/06/2013	07/14/2014	Long	2.049	1.812	238
11.778 727	Matthews Asian Growth and Income Fund-Cl I	Buy	10/20/2009	07/14/2014	Long	236.163	184.556	51.607
5.382 079	Matthews Asian Growth and Income Fund-Cl I	Buy	11/09/2010	07/14/2014	Long	107.911	100.000	7.911
339 000	Microsoft Corp	Buy	11/17/2011	09/04/2014	Long	15.288	8.694	6.595
318 000	Microsoft Corp	Buy	09/12/2013	10/09/2014	Long	14.618	10.400	4.218
39 000	Occidental Petroleum Corp	Buy	05/18/2012	12/04/2014	Long	3.224	3.047	177
118 000	Occidental Petroleum Corp	Buy	06/06/2013	12/04/2014	Long	9.754	10.489	(734)
6.109 118	PIMCO High Yield Fund	Buy	04/21/2009	09/29/2014	Long	57.609	41.542	16.067
2.027 391	PIMCO High Yield Fund	Buy	05/29/2009	07/03/2014	Long	19.828	15.023	4.805
6.744 539	PIMCO High Yield Fund	Buy	05/29/2009	09/29/2014	Long	63.601	49.977	13.624
6.740 840	PIMCO High Yield Fund	Buy	10/20/2009	07/03/2014	Long	65.925	57.769	8.156
4.085 426	PIMCO High Yield Fund	Buy	09/21/2010	07/03/2014	Long	39.955	37.668	2.288

13,335,723	PIMCO Total Return Fund-C1 I	Buy	03/13/2008	01/16/2014	Long	143,492	144,426	(934)
4,483,425	PIMCO Total Return Fund-C1 I	Buy	01/10/2012	01/16/2014	Long	48,242	48,959	(717)
4,661,830	PIMCO Total Return Fund-C1 I	Buy	01/10/2012	01/16/2014	Long	50,161	50,907	(746)
65,000	Procter & Gamble Co	Buy	10/13/2008	12/04/2014	Long	5,889	4,088	1,801
57,000	Procter & Gamble Co	Buy	02/11/2010	12/04/2014	Long	5,164	3,536	1,628
33,000	Procter & Gamble Co	Buy	04/13/2011	12/04/2014	Long	2,990	2,079	911
154,000	Prudential Financial Inc	Buy	12/14/2010	04/04/2014	Long	13,083	8,689	4,394
166,000	Prudential Financial Inc	Buy	01/12/2011	04/04/2014	Long	14,103	10,195	3,908
0,140	Seventy Seven Energy Inc	Spin	03/22/2012	07/21/2014	Long	4	3	1
53,717	Seventy Seven Energy Inc	Spin	03/22/2012	07/29/2014	Long	1,278	1,023	255
20,357	Seventy Seven Energy Inc	Spin	06/21/2012	07/29/2014	Long	484	291	193
1,869,000	SPDR DJ Wilshire International Real Estate Fd	Buy	08/03/2011	10/03/2014	Long	75,936	72,010	3,926
831,000	SPDR DJ Wilshire International Real Estate Fd	Buy	10/21/2011	10/03/2014	Long	33,763	28,851	4,912
1,793,000	SPDR S&P 500 ETF Trust	Buy	12/04/2008	02/18/2014	Long	330,502	156,282	174,220
706,000	SPDR S&P Bank ETF	Buy	11/16/2012	12/04/2014	Long	23,399	15,941	7,458
2,208,000	SPDR S&P Emerging Markets Small Cap Index	Buy	08/05/2013	12/04/2014	Long	102,959	99,659	3,300
9,704,863	The Endowment TEI Fund	Buy	12/01/2006	03/31/2014	Long	444,993	581,919	(136,925)
160,000	Thermo Fisher Scientific Inc	Buy	06/21/2012	02/27/2014	Long	19,959	8,082	11,877
201,000	United Technologies Corp	Buy	05/18/2012	12/04/2014	Long	22,303	14,669	7,633
1,437,000	Weatherford International Ltd	Buy	04/18/2012	04/04/2014	Long	24,616	19,745	4,871
181,000	Weatherford International Ltd	Buy	03/07/2013	04/04/2014	Long	3,101	2,133	968
238,000	Wells Fargo & Co	Buy	01/04/2011	12/04/2014	Long	12,936	7,561	5,375
184,000	Wells Fargo & Co	Buy	01/21/2011	12/04/2014	Long	10,001	5,973	4,028
48,000	Wells Fargo & Co	Buy	04/05/2011	12/04/2014	Long	2,609	1,543	1,066
Total Short Term Gain (Loss)						258,293	261,935	(3,642)
Total Long Term Gain (Loss)						3,482,495	2,838,686	643,809
Total Schedule D						3,740,788	3,100,621	640,167
Total Long Term Capital Gain Distribution								116,210
Class Action Settlement Treated as Long Term Capital Gain Distribution								104
Total Gain/(Loss)								756,481