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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

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation ALLEN E & MARIE A NICKLESS MEMORIAL FOUNDATION		A Employer identification number 23-7011258	
Number and street (or P O box number if mail is not delivered to street address) 3023 DAVENPORT AVENUE		B Telephone number (see instructions) (989) 793-9830	
City or town, state or province, country, and ZIP or foreign postal code SAGINAW, MI 48602		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,769,648		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J 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 <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6,603	6,603		
	4 Dividends and interest from securities	127,274	127,274		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	129,923			
	b Gross sales price for all assets on line 6a 182,232				
	7 Capital gain net income (from Part IV, line 2) . . .		129,923		
	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	263,800	263,800		
	13 Compensation of officers, directors, trustees, etc	3,800	1,600	1,600	2,200
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	4,689	4,689	4,689	
	b Accounting fees (attach schedule).	7,580	7,580	7,580	
	c Other professional fees (attach schedule)	32,720	9,475	9,475	23,245
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	4,953	4,953	4,953	
	19 Depreciation (attach schedule) and depletion . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	1,577	1,577	1,577	
	24 Total operating and administrative expenses. Add lines 13 through 23	55,319	29,874	29,874	25,445
	25 Contributions, gifts, grants paid	296,780			296,780
	26 Total expenses and disbursements.Add lines 24 and 25	352,099	29,874	29,874	322,225
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-88,299			
	b Net investment income (if negative, enter -0-)		233,926		
	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		34,323	28,280	28,280
	2	Savings and temporary cash investments		289,618	259,671	259,671
	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)	3,797,140	<input checked="" type="checkbox"/>	3,797,140	4,711,844
	c	Investments—corporate bonds (attach schedule)	873,698	<input checked="" type="checkbox"/>	821,389	769,853
	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)	4,994,779		4,906,480	5,769,648	
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				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	4,994,779		4,906,480	
	30	Total net assets or fund balances(see instructions)	4,994,779		4,906,480	
	31	Total liabilities and net assets/fund balances(see instructions)	4,994,779		4,906,480	

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	4,994,779		
2	Enter amount from Part I, line 27a	2	-88,299		
3	Other increases not included in line 2 (itemize) ▶ _____	3			
4	Add lines 1, 2, and 3	4	4,906,480		
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	4,906,480		

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	KRAFT FOODS, INC	P	2012-10-05	2015-07-06
b	METLIFE INC 6 50%	P	2007-09-19	2015-07-01
c	ROYAL BANK OF SCOTLAND 6 40%	P	2005-06-09	2015-09-01
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 1,518			1,518
b 25,000		25,695	-695
c 25,000		26,614	-1,614
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			1,518
b			-695
c			-1,614
d			
e			

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	129,923
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		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))
2014	289,681	6,017,826	0 048137
2013	262,044	5,605,130	0 046751
2012	220,459	5,117,852	0 043076
2011	264,066	5,016,673	0 052638
2010	206,938	4,777,941	0 043311

2	Total of line 1, column (d).	2	0 233913
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 046783
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	5,922,398
5	Multiply line 4 by line 3.	5	277,068
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,339
7	Add lines 5 and 6.	7	279,407
8	Enter qualifying distributions from Part XII, line 4.	8	322,225

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 VIExcise 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 ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____
(attach copy of letter if necessary—see instructions)

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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

2,339

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

2,339

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

3,400

b

Exempt foreign organizations—tax withheld at source

6b

c

Tax paid with application for extension of time to file (Form 8868).

6c

d

Backup withholding erroneously withheld

6d

7

Total credits and payments. Add lines 6a through 6d.

7

3,400

8

Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.

8

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

10

1,061

11

Enter the amount of line 10 to be Credited to 2015 estimated tax 1,061 Refunded

11

Part VII-AStatements 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?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
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.

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 \$ (2) On foundation managers \$

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

2

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? If "Yes," attach a conformed copy of the changes

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?
If "Yes," attach the statement required by General Instruction T.

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? If "Yes," complete Part II, col. (c), and Part XV.

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions):
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? If "No," attach explanation .

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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)?
If "Yes," complete Part XIV

9

No

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

10

No

Form 990-PF (2015)

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? Website address ▶N/A	13	Yes	
14	The books are in care of ▶DAVID A BEYERLEIN Telephone no ▶(989) 793-9830 Located at ▶3023 DAVENPORT AVE SAGINAW MI ZIP+4 ▶48602			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —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 2015, 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 FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
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 2015? <input type="checkbox"/>	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <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 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). <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2015 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 2015.</i>) <input type="checkbox"/>	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 2015?	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))?

☐ Yes

☒ No

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

☐ Yes

☒ No

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

☐ Yes

☒ No

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

☐ Yes

☒ No

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

☐ Yes

☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☐

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes

☐ No

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

6a

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

☐ Yes

☒ No

b

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

6b

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?

☐ Yes

☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

Form 990-PF (2015)

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. ▶

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 THE FOUNDATION DOES NOT CONDUCT DIRECT CHARITABLE ACTIVITIES OR INCUR EXPENSES RELATIVE TO CHARITABLE ACTIVITIES, EXCEPT IN THE PERFORMANCE OF THE NECESSARY EVALUATION OF GRANTS TO THE ORGANIZATION AS SET FORTH IN PART XV	
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	5,716,382
b	Average of monthly cash balances.	1b	296,205
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	6,012,587
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	6,012,587
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	90,189
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,922,398
6	Minimum investment return. Enter 5% of line 5.	6	296,120

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	296,120
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	2,339
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,339
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	293,781
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	293,781
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	293,781

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	322,225
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	322,225
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	2,339
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	319,886

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				293,781
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			239,939	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 322,225				
a Applied to 2014, but not more than line 2a			239,939	
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 2015 distributable amount.				82,286
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (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				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions.				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				211,495
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 2010 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling.	
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b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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 (1)(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:

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

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

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

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

BJ HUMPHREYS
5090 STATE ST
BUILDING A SUITE 1
SAGINAW, MI 48603
(989) 792-2552

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

LETTER FORM

c Any submission deadlines

ONGOING

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

PENDING BOARD APPROVAL

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	296,780
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DARCY NICKLESS 366 FRANK ROAD FRANKENMUTH,MI 48734	V PRESIDENT 0 50	800	0	0
CHARLES NICKLESS 655 WILLOW LANE FRANKENMUTH,MI 48734	PRESIDENT 2 00	1,000	0	0
DAVID A BEYERLEIN 4388 BROOKSTONE SAGINAW,MI 48603	TREASURER 1 00	0	0	0
B J HUMPHREYS 5090 STATE ST BLDG A SUITE 1 SAGINAW,MI 48603	SECRETARY 0 50	800	0	0
JOHN HUMPHREYS 5090 STATE ST BLDG A SUITE 1 SAGINAW,MI 48603	TRUSTEE 0 50	800	0	0
JOHN KUNITZER 4328 LAKECRESS DR E SAGINAW,MI 48603	TRUSTEE 0 50	400	0	0

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				
BIG BROTHERS BIG SISTERS 2200 N SAGINAW RD MIDLAND, MI 48640	NONE	NON-PROFIT	MENTORING YOUTH PROGRAMS	10,000
BLESSED TRINITY 958 E TUSCOLD ST FRANKENMUTH, MI 48734	NONE	CHURCH	FELLOWSHIP	2,000
BUENA VISTA COMMUNITY CENTER 1940 S OUTER DR SAGINAW, MI 48601	NONE	NON-PROFIT	RECREATIONAL FACILITY FOR ALL AGES	6,000
CARROLTON SCHOOLS 3211 CARLA DR SAGINAW, MI 48604	NONE	SCHOOL	EDUCATE CHILDREN	4,500
CHILD ABUSE AND NEGLECT COUNCIL 1311 N MICHIGAN SAGINAW, MI 48602	NONE	NON-PROFIT	CAPITAL CAMPAIGN	20,000
CHILD AND FAMILY SERVICES 2806 DAVENPORT SAGINAW, MI 48602	NONE	NON-PROFIT	CAPITAL CAMPAIGN	3,000
CHILDREN'S CHRISTMAS STORE 1537 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	DIST OF GIFTS TO LOW INCOME FAMILIES	500
CMU - COLLEGE OF MEDICINE 524 BELLOWS MT PLEASANT, MI 48858	NONE	UNIVERSITY	CONSTRUCTION OF MEDICAL SCHOOL	18,000
DELTA COLLEGE 1963 DELTA RD SAGINAW, MI 48710	NONE	UNIVERSITY	SCHOLARSHIP OPPORTUNITIES FOR EDUCAT	12,000
DIAPER ALLIANCE 418 N SAGINAW RD MIDLAND, MI 48640	NONE	NON-PROFIT	SUPPLY DIAPERS TO THOSE IN NEED	5,000
EAST SIDE SOUP KITCHEN 940 E GENESSEE SAGINAW, MI 48601	NONE	PUBLIC CHARI	FEED INDIGENT PEOPLE	4,000
FIRST WARD COMMUNITY CENTER 1410 N TWELFTH ST SAGINAW, MI 48601	NONE	NON-PROFIT	AFTER SCHOOL AND SUMMER YOUTH PROGRA	10,000
FOOD BANK OF EASTERN MICHIGAN 2312 LAPEER RD FLINT, MI 48503	NONE	NON-PROFIT	PROVIDE GROCERIES TO SENIORS IN NEED	7,500
FRANKENMUTH COMMUNITY FOU PO BOX 83 FRANKENMUTH, MI 48734	NONE	NON-PROFIT	PUBLIC ENTERTAINMENT, BEAUTIFICATION	2,500
FRANKENMUTH HISTORICAL ASSOCIATION 613 S MAIN FRANKENMUTH, MI 48734	NONE	NON-PROFIT	CAPITAL CAMPAIGN	5,000
Total 3a				296,780

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				
FRANKENMUTH SCHOOL DISTRI 941 EAST GENESEE STREET FRANKENMUTH,MI 48734	NONE	SCHOOL	SCHOLARSHIP FUND AND EDUCATION	13,265
KIWANIS FOUNDATION 6225 GRATIOT ROAD SAGINAW,MI 48638	NONE	NON-PROFIT	IMPROVE QUALITY OF LIFE OF ALL AGES	2,500
MAJOR CHORDS FOR MINORS 103 S MASON ST SAGINAW,MI 48602	NONE	NON-PROFIT	PROMOTION OF YOUTH MUSIC	17,500
MICHIGAN SPECIAL OLYMPICS PO BOX 474 ALMA,MI 48801	NONE	NON-PROFIT	SPORTS OPPORTUNITIES FOR HANDICAP	3,000
OLD TOWN SOUP KITCHEN 600 GRATIOT SAGINAW,MI 48602	NONE	PUBLIC CHARI	FEED INDIGENT PEOPLE	3,000
PARISHIONERS ON PATROL 2316 WEBBER ST SAGINAW,MI 48601	NONE	NON-PROFIT	FEED INDIGENT PEOPLE	5,000
PIT & BALCONY 805 N HAMILTON ST SAGINAW,MI 48602	NONE	NON-PROFIT	ENTERTAIN AND EDUCATE IN LITERATURE	2,600
READ ASSOCIATION 100 S JEFFERSON STE 40 SAGINAW,MI 48607	NONE	NON-PROFIT	PROMOTE CHILDHOOD READING	2,830
RESCUE MISSION OF SAGINAW PO BOX 548 SAGINAW,MI 48606	NONE	CHARITY	FEED INDIGENT PEOPLE	15,000
ROCK THE ISLAND PO BOX 3275 SAGINAW,MI 48605	NONE	NON-PROFIT	PROMOTE CHRISTIAN MUSIC CONCERT	6,000
SAGINAW ART MUSEUM 1126 N MICHIGAN AVE SAGINAW,MI 48602	NONE	NON-PROFIT	EDUCATE AND ENTERTAIN COMMUNITY	15,000
SAGINAW COMM FOUNDATION - BACK PACK 1 TUSCOLA ST STE 100 SAGINAW,MI 48607	NONE	NON-PROFIT	PROVIDE FOOD FOR THE HUNGRY	9,600
SAGINAW COMMUNITY FOUNDATION 100 S JEFFERSON SAGINAW,MI 48607	NONE	NON-PROFIT	PROVIDE SCHOLARSHIP OPPORTUNITIES	10,000
SAGINAW CO COMM ACTION COMMITTEE 2824 PERKINS ST SAGINAW,MI 48601	NONE	NON-PROFIT	CAPITAL CAMPAIGN	4,000
SAGINAW FUTURE 515 N WASHINGTON AVE 3RD FLOOR SAGINAW,MI 48607	NONE	NON-PROFIT	ECONOMIC DEVELOPMENT	1,000
Total				296,780

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				
SAGINAW RIVERSIDE FILM FESTIVAL PO BOX 20072 SAGINAW,MI 48602	NONE	NON-PROFIT	ENTERTAIN IN MUSIC	750
SVRC INDUSTRIES 919 VETERANS MEMORIAL PKW SAGINAW,MI 48601	NONE	NON-PROFIT	ADVANCEMENT FOR INDIV W/ DISABILITY	8,500
SVSU FOUNDATION 7400 BAY ROAD UNIVERSITY CENTER,MI 48710	NONE	SCHOOL	PROMOTE DEVELOPMENT OF UNIVERSITY	34,000
ST JOHNS EVANGELICAL LUT 1200 E GENESSEE FRANKENMUTH,MI 48734	NONE	CHURCH	FELLOWSHIP	6,000
ST LORENZ CHURCH 140 CHURCHGROVE RD FRANKENMUTH,MI 48734	NONE	CHURCH	FELLOWSHIP	2,000
ST LORENZ SCHOOL 140 CHURCHGROVE RD FRANKENMUTH,MI 48734	NONE	SCHOOL	EDUCATE CHILDREN	2,000
UNDERGROUND RAILROAD 1230 S WASHINGTON AVE SAGINAW,MI 48601	NONE	NON-PROFIT	ASSIST VICTIMS OF DOMESTIC VIOLENCE	1,000
UNITED WAY OF SAGINAW COUNTY 100 S JEFFERSON AV 3RD FL SAGINAW,MI 48607	NONE	NON-PROFIT	PROMOTE VOLUNTEERISM AND CHARITY	12,500
UNIVERSITY OF MICHIGAN - SCHOLARSHI 227 UNIVERSITY PAVILION FLINT,MI 48502	NONE	UNIVERSITY	SCHOLARSHIP FOR STUDENT	1,235
WOMEN OF COLORS INC PO BOX 5525 SAGINAW,MI 48603	NONE	NON-PROFIT	MENTORING YOUTH PROGRAMS	6,000
YWCA 723 WASHINGTON AVE BAY CITY,MI 48708	NONE	NON-PROFIT	EMPOWERING WOMEN AND PROMOTING PEACE	2,500
Total				296,780

TY 2015 Accounting Fees Schedule

Name: ALLEN E & MARIE A NICKLESS
MEMORIAL FOUNDATION
EIN: 23-7011258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	7,580	7,580	7,580	

TY 2015 Investments Corporate Bonds Schedule

Name: ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

EIN: 23-7011258

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BARCLAY BANK 7.1% PLC	50,731	51,940
CAPITAL WORLD BOND FUND CLASS A	400,000	389,168
FANNIE MAE 8.25%	25,476	3,500
FRANKLIN TEMPELTON LTD. DURATION INC	10,050	7,182
FREDDIE MAC VAR%	24,810	3,400
GMAC LLC SENIOR NOTES 7.375%		
HANCOCK PREFERRED INCOME FUND	15,252	12,012
HANCOCK PREFERRED INCOME FUND II	20,000	15,688
ING GROUP NV	30,134	29,889
INTERMEDIATE BOND FUND OF AMERICA	119,621	119,621
JPM CHASE CAPITAL		
METLIFE INC. 6.5%		
MORGAN STANLEY CAP VIII	74,813	83,523
ROYAL BANK OF SCOTLAND 6.40%		
ROYAL BANK OF SCOTLAND 7.25%	24,841	25,850
WELLS FARGO & CO	25,661	28,080

TY 2015 Investments Corporate Stock Schedule

Name: ALLEN E & MARIE A NICKLESS
MEMORIAL FOUNDATION
EIN: 23-7011258

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALTRIA GROUP	10,435	23,284
AMBAC FINANCIAL GROUP INC SHS	14,998	7,679
AMCAP FUND	138,000	182,144
AMERICAN INTERNATIONAL	21,235	930
AMERICAN MUTUAL FUND INC CLASS A	200,000	365,946
AUTOMATED DATA PROC	3,407	42,360
BAC VARIABLE COUPON NOTES	50,000	49,200
BANK OF AMERICA N.A.	50,000	49,700
BAXALTA INC	4,419	11,709
BAXTER INTERNATIONAL INC	5,186	11,445
BROADRIDGE FINANCIAL	365	6,716
CAPITAL INCOME BUILDER FUND	378,048	351,163
CAPITAL WORLD GROWTH & INCOME FUND	346,000	346,939
CDK GLOBAL INC		7,880
CHEMOURS CO	304	214
CISCO	7,614	13,578
COMCAST	12,682	33,858
CONOCOPHILLIPS	35,580	37,352
CST BRANDS INS SHS	428	2,153
DANAHER CORP	11,576	37,152
E I DUPONT	5,991	13,320
ELI LILLY & CO.	11,676	16,852
EMC CORP	6,738	12,840
EUROPACIFIC GROWTH FUND	120,437	168,306
EXXON	26,935	43,184
FUNDAMENTAL INVESTORS FUND	446,000	510,629
GENERAL ELECTRIC	4,222	22,584
GENERAL MOTORS		102
GROWTH FUND OF AMERICA	278,000	344,410
INCOME FUND OF AMERICA	205,000	215,383

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTEL CORP.	10,328	38,756
ISHARES	200,657	194,250
JOHNSON & JOHNSON	22,627	61,632
JP MORGAN	19,140	33,015
KRAFT FOODS	1,634	6,694
LOWE'S	9,846	22,812
MARATHON OIL	5,189	3,777
MARATHON PETROLEUM	3,510	15,552
MARKET VECTORS	313,857	287,250
MERCK & CO	38,386	52,820
MICROSOFT	12,022	88,768
MONDELEZ INTERNATIONAL	3,266	12,376
MOTOR LIQ CO		146
NEW ECONOMY FUND	139,000	187,170
NEW PERSPECTIVE FUND	165,000	180,255
NEW WORLD FUND	73,000	63,707
NEWS CORP. LTD. CLASS A	79	160
NEWS CORP. LTD. CLASS B	1,265	1,745
NRG ENERGY INC	3,671	1,118
PEPSICO INC.	9,959	19,984
PHILIP MORRIS INTL INC	7,252	35,164
PHILLIPS 66	10,628	32,720
PROCTOR & GAMBLE	27,490	39,705
SMALL CAP WORLD FUND	148,624	155,905
STRYKER CORP	28,018	55,764
TWENTY-FIRST CENTURY FOX INC CL A	640	1,358
TWENTY-FIRST CENTURY FOX INC CL B	9,739	13,615
VALERO ENERGY	5,246	35,355
VERIZON	11,066	10,631
VODAFONE GRP. PLC.	19,589	15,388

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WASHINGTON MUTUAL INVESTORS FUND	101,000	114,968
WT01 21 AMERICAN INTERNATIONAL	136	190
WT07 16GENERAL MOTORS CO		49
WT07 19GENERAL MOTORS CO		33

TY 2015 Legal Fees Schedule

Name: ALLEN E & MARIE A NICKLESS
MEMORIAL FOUNDATION
EIN: 23-7011258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	4,689	4,689	4,689	

TY 2015 Other Expenses Schedule**Name:** ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

EIN: 23-7011258

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE	1,368	1,368	1,368	
INVESTMENT EXPENSES	167	167	167	
MISCELLANEOUS	42	42	42	

TY 2015 Other Professional Fees Schedule

Name: ALLEN E & MARIE A NICKLESS
MEMORIAL FOUNDATION
EIN: 23-7011258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	32,720	9,475	9,475	23,245

TY 2015 Taxes Schedule

Name: ALLEN E & MARIE A NICKLESS
MEMORIAL FOUNDATION

EIN: 23-7011258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	4,065	4,065	4,065	
FOREIGN TAXES	888	888	888	