Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation: THE LEEP FOUNDATION, INC

A Employer identification number: 26-4818874

Number and street (or P O box number if mail is not delivered to street address): 5201 NORTH GRAPE ROAD — Room/suite:

B Telephone number (see instructions): (574) 271-4147

City or town, state or province, country, and ZIP or foreign postal code: MISHAWAKA, IN 46545

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 2,536,119

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

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

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

			(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)	1,005,726			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	166	166		
	4	Dividends and interest from securities	22,908	22,908		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	(10,447)			
	b	Gross sales price for all assets on line 6a 642,222				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 0				
	b	Less: Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	0	0	0	
	12	**Total.** Add lines 1 through 11	1,018,353	23,074	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	49	24	0	25
	b	Accounting fees (attach schedule)	5,925	2,963	0	2,962
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,114	414	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	9,986	9,986	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	18,074	13,387	0	2,987
	25	Contributions, gifts, grants paid	72,000			72,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	90,074	13,387	0	74,987
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	928,279			
	b	**Net investment income** (if negative, enter -0-)		9,687		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,500		
	2	Savings and temporary cash investments	605,251	571,166	573,166
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	10,000	0	0
	4	Pledges receivable ▶ 215,745			
		Less: allowance for doubtful accounts ▶	113,701	215,745	215,745
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less: allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	511,309	1,253,086	1,439,743
	c	Investments—corporate bonds (attach schedule)	260,525	322,174	307,465
	11	Investments—land, buildings, and equipment: basis ▶ 0			
		Less: accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	0	0
	14	Land, buildings, and equipment: basis ▶ 0			
		Less: accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,504,286	2,362,171	2,536,119
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,504,286	2,362,171	
	30	**Total net assets or fund balances** (see instructions)	1,504,286	2,362,171	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,504,286	2,362,171	

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	1,504,286
2	Enter amount from Part I, line 27a	2	928,279
3	Other increases not included in line 2 (itemize) ▶	3	102,610
4	Add lines 1, 2, and 3	4	2,535,175
5	Decreases not included in line 2 (itemize) ▶	5	173,004
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,362,171

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	LT CAPITAL GAIN DISTRIBUTIONS	PURCHASE	01/01/2012	12/31/2015
b	LAKE CITY ST GAIN/LOSS	PURCHASE	01/01/2015	12/31/2015
c	LAKE CITY LT GAIN/LOSS	PURCHASE	01/01/2012	12/31/2015
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	5,651			5,651
b	321,620		345,770	(24,150)
c	314,951		306,899	8,052
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			0	5,651
b			0	(24,150)
c			0	8,052
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	(10,447)
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	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	42,116	1,271,010	0 033136
2013	71,869	793,388	0 090585
2012	63,202	482,210	0 131067
2011	15,227	167,270	0 091032
2010			0 000000

2	**Total** of line 1, column (d)	2	0 345820
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 086455
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,022,190
5	Multiply line 4 by line 3	5	174,828
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	97
7	Add lines 5 and 6	7	174,925
8	Enter qualifying distributions from Part XII, line 4	8	74,987

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	194
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	194
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	194
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 1,208		
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	1,208
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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,014
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 1,014 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	✓	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	✓	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	✓	

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶			
14	The books are in care of ▶ MICHAEL R LEEP SR Telephone no. ▶ (574) 271-4147 Located at ▶ 5201 NORTH GRAPE ROAD, MISHAWAKA, IN ZIP+4 ▶ 46545			
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 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?	16		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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? ☐ Yes ☑ No If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		✓

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

		Yes/No			
5a	During the year did the foundation pay or incur any amount to:				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		✓
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL R LEEP, SR 5201 NORTH GRAPE ROAD, MISHAWAKA, IN 46545	PRESIDENT, DIRECTOR, 1	0	0	0
THOMAS C SOPKO 5201 NORTH GRAPE ROAD, MISHAWAKA, IN 46545	SECRETARY, DIRECTOR, 1	0	0	0
JAMES E LEEP 5201 NORTH GRAPE ROAD, MISHAWAKA, IN 46545	DIRECTOR, 1	0	0	0
KRISTIN GUERNSEY-LEEP 5201 NORTH GRAPE ROAD, MISHAWAKA, IN 46545	DIRECTOR, 1	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,622,436
b	Average of monthly cash balances	1b	430,549
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,052,985
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,052,985
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	30,795
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,022,190
6	**Minimum investment return.** Enter 5% of line 5	6	101,110

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	101,110
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 194		
b	Income tax for 2015. (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	194
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	100,916
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	100,916
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	100,916

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	74,987
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	
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	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	74,987
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	74,987

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				100,916
2	Undistributed income, if any, as of the end of 2015:				
a	Enter amount for 2014 only				
b	Total for prior years: 20 11 ,20 12 ,20 13				
3	Excess distributions carryover, if any, to 2015:				
a	From 2010				
b	From 2011				
c	From 2012 25,096				
d	From 2013 32,242				
e	From 2014				
f	**Total** of lines 3a through e	57,338			
4	Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 74,987				
a	Applied to 2014, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see instructions)		0		
c	Treated as distributions out of corpus (Election required—see instructions)	0			
d	Applied to 2015 distributable amount				74,987
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	25,929			25,929
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	31,409			
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 2014 Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f	Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)	0			
8	Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	0			
9	**Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	31,409			
10	Analysis of line 9:				
a	Excess from 2011 0				
b	Excess from 2012 0				
c	Excess from 2013 31,409				
d	Excess from 2014 0				
e	Excess from 2015 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter. **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

(SEE STATEMENT)

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:

(SEE STATEMENT)

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

LETTERS AND QUESTIONNAIRES

c Any submission deadlines:

NO SUBMISSION DEADLINES

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

NO RESTRICTIONS OR LIMITATIONS ON AWARDS

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* (SEE STATEMENT)				
Total ▶ 3a				72,000
b *Approved for future payment*				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	166	
4 Dividends and interest from securities			14	22,906	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	(10,407)	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		12,665	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 12,665

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date | OFFICER Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KENNETH KEBER		2016.08.03 16:10:16 -04'00'		P00240883

Firm's name ▶ CROWE HORWATH LLP | Firm's EIN ▶ 35-0921680

Firm's address ▶ 330 E JEFFERSON BLVD PO BOX 7 SOUTH BEND IN 46624-0007 | Phone no (574) 232-3992

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047
2015

Name of the organization	Employer identification number
THE LEEP FOUNDATION, INC	26-4818874

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33⅓ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization: THE LEEP FOUNDATION, INC

Employer identification number: 26-4818874

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GURLEY LEEP BUICK GMC CADILLAC 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 25,795	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	CAPITAL IMPORTS, LLC D/B/A CAPITAL HONDA 5201 NORTH GRAPE RD MISHAWAKA, IN 46545	$ 21,488	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	HS&S AUTOMOTIVE, LLC 5201 NORTH GRAPE RD MISHAWAKA, IN 46545	$ 26,986	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	GURLEY LEEP FORD, LLC 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 26,705	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
5	GURLEY LEEP IMPORTS, INC 5201 NORTH GRAPE RD MISHAWAKA, IN 46545	$ 24,623	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
6	GURLEY LEEP IMPORTS, LLC 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 18,659	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE LEEP FOUNDATION, INC	26-4818874

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	US 31 IMPORTS, LLC 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 16,267	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
8	QUAD CITIES AUTOMOTIVE GROUP, LLC 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 116,990	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
9	DM HON, LLC 5201 NOTH GRAPE ROAD MISHAWAKA, IN 46545	$ 61,045	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
10	LEEP TQC, LLC 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 32,660	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
11	TEAM CHEVROLET, INC 1856 WEST US HIGHWAY 30 VALPARAISO, IN 46383	$ 20,377	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
12	US 30 HON, LLC 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 49,670	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE LEEP FOUNDATION, INC	26-4818874

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	TEAM TOYOTA 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 58,333	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
14	GURLEY-LEEP AUTOMOTIVE SALES, LLP 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 40,541	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
15	GURLEY LEEP OLDSMOBILE CADILLAC, INC 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 19,920	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
16	MIKE LEEP, SR 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 33,210	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
17	MIKE LEEP, SR 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 346,812	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions.)
18	LEEP ENTERPRISES 5201 NORTH GRAPE ROAD MISHAWAKA, IN 46545	$ 30,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE LEEP FOUNDATION, INC	26-4818874

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
17	24790 SHARES OF LAPORTE BANCORP, INC STOCK	$ 346,812	03/10/2015

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THE LEEP FOUNDATION, INC	26-4818874

Part III ***Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Supplemental Information	**Supplemental Information.** additional information (see instructions)

Return Reference - Identifier	Explanation
FORM 990 PF, PART XV, LINE 2 A - PERSON TO WHOM APPLICATIONS SHOULD BE ADDRESSED	MICHAEL R LEEP SR, 5201 N GRAPE ROAD, MISHAWAKA, IN 46545, 574-271-4147

Part I, Line 6a — Net gain or (loss) from sale of assets

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Accumulated Depreciation	Sales Expense	Total (net)
(1) LT Cap Gain Distributions	01/01/2012	Purchase	12/31/2015		5,651	0				5,651
(2) Lake City ST Gain/Loss Box A	01/01/2015	Purchase	12/31/2015		321,620	345,770	Cost			(24,150)
(3) Lake City LT Gain/Loss Box D	01/01/2012	Purchase	12/31/2015		314,951	306,899	Cost			8,052
(4)										0
Total										(10,447)

Part I, Line 16a	Legal fees

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) LEGAL FEES	49	24		25
TOTAL	49	24	0	25

Part I, Line 16b	Accounting fees

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) ACCOUNTING FEES	5,925	2,963		2,962
TOTAL	5,925	2,963	0	2,962

Part I, Line 18	Taxes

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) FOREIGN TAX PAID	414	414		
(2) TAXES PAID	1,700			
TOTAL	2,114	414	0	0

Part I, Line 23 — Other expenses

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) INVESTMENT FEES- LAKE CITY BANK	9,811	9,811		
(2) INVESTMENT FEES- MERRILL LYNCH	150	150		
(3) BANK FEES	25	25		
TOTAL	9,986	9,986	0	0

Part II, Line 10b (Column a, Column b & Column c)	Investments—Corporate Stock (continued)

Description	BOY Amount	EOY Amount	Fair Market Value
ABBVIE INC	0	15,554	14,810
ALPHABET INC CLASS A COMMON STOCK	0	9,949	11,670
AMERICAN EXPRESS CO	0	13,193	12,519
AMERICAN TOWER REIT	0	14,439	14,543
AMGEN INC	0	7,538	8,116
APPLE INC	0	12,982	12,631
ANADARKO PETE CORP	0	6,532	4,858
BECTON DICKINSON & CO COM	0	14,469	15,409
CHEVRON CORPORATION	0	9,533	11,695
CVS HEALTH CORP	0	12,639	12,221
DICKS SPORTING GOODS INC	0	6,418	4,772
DU PONT E I DE NEMOURS & CO COM	0	6,232	8,325
DOMINION RESOURCES INC	0	14,405	13,528
EATON VANCE PARAMETRIC EMERGING MKT INSTITUTIONAL	16,338	46,327	38,867
EMC CORP MASS	0	9,664	10,272
FIFTH THIRD BANCORP	0	13,391	14,070
FRANKLIN SMALL CAP GROWTH ADV	15,168	29,532	28,446
GENERAL DYNAMICS CORPORATION	0	17,812	17,170
GENERAL MILLS INC	0	11,305	11,820
GOLDMAN SACHS MID CAP VALUE	20,551	0	0
GOLDMAN SACHS N-11 EQUITY FUND	16,372	0	0
GOLDMAN SACHS SATELLITE STRAT	26,618	0	0
HARBOR FUND INTERNATIONAL	32,891	63,882	54,821
HARBOR CAPITAL APPRECIATION FUND	48,603	0	0
ISHARES RUSSELL MIDCAP INDEX FUND	0	45,411	44,050
ISHARES TR RUSSELL 2000 INDEX FUND	25,384	65,704	64,643
LAPORTE BANCORP INC	0	175,855	376,808
LOWES COMPANIES INC	0	5,110	5,703
MAIRS & POWER GROWTH FUND	39,186	0	0
MATTEL INC	0	6,468	8,151
MERCK & CO INC NEW	0	10,796	10,564
MFS INTERNATIONAL VALUE FUND I	37,737	75,634	73,358
MFS VALUE I	74,106	0	0
MICROSOFT CORP COM	0	9,506	12,483
MYLAN N V	0	6,332	6,759
NORFOLK SOUTHERN CORP COM	0	7,607	8,459
NORTHERN TRUST CORP COM	0	19,826	19,825
NOVARTIS AG ADR SPONSORED	0	9,244	8,604
OPPENHEIMER INT'L SMALL COMPANY FUND	0	51,261	51,387
ORACLE CORP COM	0	15,736	14,612
PARKER HANNIFIN CORP	0	10,282	9,698
PFIZER INC CORP	0	15,281	15,333
PHILLIPS 66	0	10,806	12,270
PROCTOR & GAMBLE COMPANY	0	12,926	14,691
QUALCOMM INC COM	0	10,419	9,997
SCHLUMBERGER LTD	0	7,535	6,975
STARBUCKS CORP	0	7,666	9,005
STEEL DYNAMICS INC	0	5,550	5,361
SUNCOR ENERGY INC NEW	0	5,697	5,160
SYMANTEC	0	9,042	9,450
TIME WARNER INC	0	12,434	11,317
T ROWE PRICE MID CAP GROWTH FD #64	19,894	29,745	27,663
UNITED HEALTH GROUP INC	0	8,402	8,823
UNITED TECHNOLOGIES CORP COM	0	11,371	12,009
VANGUARD DIVIDEND GROWTH #57	38,342	0	0
VANGUARD S&P 500 ETF	100,119	152,334	155,339
VERIZON COMMNICATIONS	0	12,457	12,711
VF CORPORATION	0	8,347	7,781
VISA INC	0	7,862	7,755
WALT DISNEY COMPANY	0	9,671	10,508
WELLS FARGO & CO NEW COM	0	21,227	21,744
WESTERN DIGITAL CORP	0	14,497	12,010
WESTROCK COMPANY	0	13,196	11,405
ZILLOW GROUP	0	6,000	6,510
ZIMMER BIOMET HOLDINGS INC	0	10,053	10,259
	0		

Part II, Line 10c (Column a, Column b & Column c)	Investments—Corporate Bonds (continued)

Description	BOY Amount	EOY Amount	Fair Market Value
DODGE & COX INCOME FUND	51,680	49,211	47,372
FIDELITY HIGH INCOME FUND #455	26,781	36,340	32,142
GOLDMAN SACHS STRATEGIC INC FD	39,192	27,242	25,091
LOOMIS SAYLES INTERM DURATION BOND FUND	0	48,413	47,401
PIMCO SHORT TERM I	38,830	45,135	44,546
TEMPLETON GLOBAL BOND FUND #616	39,345	37,467	33,659
VANGUARD S-T INVESTMENT GRD FD #539	64,697	78,366	77,254

Part III, Line 3	Other Increases

Description	Amount
(1) CURRENT YR INCOME POSTED AFTER YEAR END	566
(2) CHANGE IN CONTRIBUTION RECEIVABLE	102,044
TOTAL	102,610

Part III, Line 5 — Decreases

Description	Amount
(1) PRIOR YEAR INCOME POSTED AFTER YEAR END	2,047
(2) UNREALIZED GAIN	170,957
TOTAL	173,004

Part VII Section A, Line 10 **Substantial Contributor** (continued)

Name	Address
TEAM CHEVROLET, INC	1856 WEST US HIGHWAY 30, VALPARAISO, IN 46383
MIKE LEEP SR	5201 NORTH GRAPE ROAD, MISHAWAKA, IN 46545

Part XV, Line 1a **Information Regarding Foundation Managers** (continued)

Name	Title
MICHAEL R LEEP SR	
JAMES E LEEP	
KRISTIN GUERNSEY-LEEP	

Part XV, Line 3a — **Grants and Contributions Paid During the Year** (continued)

Name and Address	Relationship	Foundation status	Purpose	Amount
IUSB ALUMNI SCHOLARSHIP PROGRAM 1000 EAST 17TH STREET BLOOMINGTON, IN, 47408	NONE	PC	EDUCATIONAL	5,000
DIOCESE OF NORWICH OUTREACH TO HAITI INC 815 BOSWELL AVENUE NORWICH, CT, 06360	NONE	PC	CHARITABLE	2,000
BOYS AND GIRLS CLUB 315 WEST JEFFERSON BLVD SOUTH BEND, IN, 46601	NONE	PC	CHARITABLE	10,000
LOGAN CENTER 2505 WEST JEFFERSON BLVD SOUTH BEND, IN, 46615	NONE	PC	CHARITABLE	10,000
CENTER OF THE HOMELESS 813 S MICHIGAN ST SOUTH BEND, IN, 46601	NONE	PC	CHARITABLE	5,000
HEROES CAMP 4130 NORTH HICKORY RD MISHAWAKA, IN, 46545	NONE	PC	CHARITABLE	5,000
YOUNG MENS CHRISTIAN ASC OF NILES MI INC 905 N FRONT ST NILES, MI, 49120	NONE	PC	CHARITABLE	10,000
RONALD MCDONALD HOUSE CHARITIES PO BOX 1274 SOUTH BEND, IN, 46624	NONE	PC	CHARITABLE	25,000