EXTENDED TO NOVEMBER 15, 2016

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 , and ending

Name of foundation ETHEL AND JAMES FLINN FOUNDATION	**A Employer identification number** 38-2143122
Number and street (or P O box number if mail is not delivered to street address) 333 W. FORT STREET — Room/suite 1950	**B** Telephone number 313-309-3436
City or town, state or province, country, and ZIP or foreign postal code DETROIT, MI 48226	**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)* ▶$ 59,909,272. **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))	(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				
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	45.	45.		STATEMENT 2
4 Dividends and interest from securities	1,671,940.	1,671,940.		STATEMENT 3
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-221,461.			STATEMENT 1
b Gross sales price for all assets on line 6a 8,342,748.				
7 Capital gain net income (from Part IV, line 2)		184,100.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	169,248.	7,562.	0.	STATEMENT 4
12 **Total** Add lines 1 through 11	1,619,772.	1,863,647.	0.	
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	335,200.	101,872.	0.	233,328.
14 Other employee salaries and wages	72,500.	24,887.	0.	47,613.
15 Pension plans, employee benefits	50,786.	15,790.	0.	34,996.
16a Legal fees STMT 5	4,813.	1,497.	0.	3,316.
b Accounting fees STMT 6	15,800.	4,912.	0.	10,888.
c Other professional fees STMT 7	305,986.	61,431.	0.	244,555.
17 Interest				
18 Taxes STMT 8	119,980.	8,016.	0.	17,766.
19 Depreciation and depletion				
20 Occupancy	25,435.	7,908.	0.	17,527.
21 Travel, conferences, and meetings	31,081.	5,381.	0.	25,700.
22 Printing and publications	3,822.	1,188.	0.	2,634.
23 Other expenses STMT 9	48,831.	15,183.	0.	33,649.
24 **Total operating and administrative expenses.** Add lines 13 through 23	1,014,234.	248,065.	0.	671,972.
25 Contributions, gifts, grants paid	2,465,190.			2,465,190.
26 **Total expenses and disbursements** Add lines 24 and 25	3,479,424.	248,065.	0.	3,137,162.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-1,859,652.			
b **Net investment income** (if negative, enter -0-)		1,615,582.		
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)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	202,762.	145,455.	145,455.
	2 Savings and temporary cash investments	366,565.	844,377.	844,377.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 10	19,135,389.	18,359,180.	23,214,725.
	c Investments - corporate bonds STMT 11	12,341,095.	12,398,003.	11,877,796.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	22,898,231.	21,378,860.	23,028,330.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 13)	939,057.	939,057.	798,589.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	55,883,099.	54,064,932.	59,909,272.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	55,883,099.	54,064,932.	
	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			
	30 **Total net assets or fund balances**	55,883,099.	54,064,932.	
	31 **Total liabilities and net assets/fund balances**	55,883,099.	54,064,932.	

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	55,883,099.
2 Enter amount from Part I, line 27a	2	-1,859,652.
3 Other increases not included in line 2 (itemize) ▶ GRANTS RETURNED	3	41,485.
4 Add lines 1, 2, and 3	4	54,064,932.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	54,064,932.

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	SCHWAB REDEMPTIONS	P		
b	K-1 PARTNERSHIP INCOME	P		
c	TIFF MULTI-ASSET	P		
d	HIGHBRIDGE CAP CORP	P		
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	6,455,457.		6,556,193.	-100,736.
b	387,291.			387,291.
c	1,500,000.		1,626,998.	-126,998.
d				24,543.
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				-100,736.
b				387,291.
c				-126,998.
d				24,543.
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	184,100.
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). If (loss), enter -0- in Part I, line 8	3	184,100.

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	2,849,159.	64,110,600.	.044441
2013	2,603,482.	60,677,286.	.042907
2012	2,839,403.	57,342,777.	.049516
2011	2,983,854.	57,568,286.	.051832
2010	2,307,814.	55,519,452.	.041568

2	**Total** of line 1, column (d)	2	.230264
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	.046053
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	62,134,898.
5	Multiply line 4 by line 3	5	2,861,498.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	16,156.
7	Add lines 5 and 6	7	2,877,654.
8	Enter qualifying distributions from Part XII, line 4	8	3,137,162.

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	16,156.
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	0.
3 Add lines 1 and 2		3	16,156.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	16,156.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 69,341.		
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	69,341.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	49.
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	53,136.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶	53,136. **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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
*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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
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	X	
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ WWW.FLINNFOUNDATION.ORG			

14 The books are in care of ▶ ANDREA M. COLE Telephone no. ▶ 313-309-3436
Located at ▶ 333 W. FORT STREET, SUITE 1950, DETROIT, MI ZIP+4 ▶ 48226

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 N/A

			Yes	No
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		X
	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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 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 ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	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. ▶ ______, ______, ______, ______			
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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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)?	N/A	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? N/A	☐ 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	X
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?	N/A	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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		335,338.	31,620.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
ARNITA THORPE - 333 W. FORD STREET, SUITE 1950, DETROIT, MI 48226	EXECUTIVE ASSISTANT 40.00	72,588.	6,700.	0.

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
CC ENTERPRISES 4484 LAKE FOREST DRIVE, ANN ARBOR, MI 48226	MENTAL HEALTH TELEVISION PRODUCTIO	112,015.
METRO PARENT MAGAZINE 22041 WOODWARD AVENUE, FERNDALE, MI 48226	MENTAL HEALTH AWARENESS PRINT SERI	65,000.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE FOUNDATION PARTNERED WITH THE MICHIGAN DEPARTMENT OF HEALTH AND HUMAN SERVICES TO DEVELOP A STATEWIDE MEDIA CAMPAIGN TO RAISE MENTAL HEALTH AWARENESS AND EDUCATION.	224,175.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

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	62,326,732.
b	Average of monthly cash balances		1b	754,383.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	63,081,115.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	63,081,115.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	946,217.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	62,134,898.
6	**Minimum investment return**. Enter 5% of line 5		6	3,106,745.

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	3,106,745.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 16,156.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	16,156.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	3,090,589.
4	Recoveries of amounts treated as qualifying distributions		4	41,485.
5	Add lines 3 and 4		5	3,132,074.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	3,132,074.

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	3,137,162.
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	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,137,162.
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	5	16,156.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	3,121,006.

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				3,132,074.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			8,897.	
b Total for prior years: ____ , ____ , ____		0.		
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	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 3,137,162.				
a Applied to 2014, but not more than line 2a			8,897.	
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				3,128,265.
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).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				3,809.
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	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0.			
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				

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

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

SEE STATEMENT 15

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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				
ADULT WELL BEING SERVICES 1423 FIELD STREET DETROIT, MI 48214	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT DIALECTICAL BEHAVIORAL THERAPY	100,000.
ASSOCIATION FOR CHILDREN'S MENTAL HEALTH 6017 W. ST. JOE HWY, SUITE 200 LANSING, MI 48917	NO INDIVIDUAL RELATIONSHIP	PC	GENERAL OPERATING SUPPORT	10,000.
ASSOCIATION FOR CHILDREN'S MENTAL HEALTH 6017 W. ST. JOE HWY, SUITE 200 LANSING, MI 48917	NO INDIVIDUAL RELATIONSHIP	PC	CAPACITY BUILDING GRANT TO IMPROVE WEBSITE	25,000.
CHILDREN'S CENTER OF WAYNE COUNTY 79 ALEXANDRINE WEST DETROIT, MI 48201	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT INCREDIBLE YEARS THERAPEUTIC MODEL	53,000.
COMMUNITY HEALTH AND SOCIAL SERVICES 5635 WEST FORT STREET DETROIT, MI 48209	NO INDIVIDUAL RELATIONSHIP	PC	TO INTEGRATE BEHAVIORAL HEALTH INTO DELIVERY SYSTEM AT PRIMARY CLINIC	100,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	2,465,190.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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** SEE PURPOSE OF GRANT CONTINUATIONS

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	45.	
4 Dividends and interest from securities			14	1,671,940.	
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	523000	10,451.	15	158,797.	
8 Gain or (loss) from sales of assets other than inventory			18	-221,461.	
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)		10,451.		1,609,321.	0.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	1,619,772.

(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).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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
N/A		

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] 11-15-16 EXECUTIVE DIRECTOR

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LYNNE M. HUISMANN	Lynne M. Huismann	11/14/16		P00053811
Firm's name ▶ PLANTE & MORAN, PLLC			Firm's EIN ▶ 38-1357951	
Firm's address ▶ 2601 CAMBRIDGE CT., SUITE 500 AUBURN HILLS, MI 48326			Phone no. 248-375-7100	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CORNER HEALTH CENTER 47 N HURON STREET YSPILANTI, MI 48197	NO INDIVIDUAL RELATIONSHIP	PC	TO EXPAND CO-OCCURRING MENTAL HEALTH AND SUBSTANCE USE DISORDER TREATMENT SERVICES	98,000.
COVENANT COMMUNITY CARE, INC. 559 WEST GRAND BOULEVARD ROYAL OAK, MI 48216	NO INDIVIDUAL RELATIONSHIP	PC	TO INTEGRATE BEHAVIORAL HEALTH INTO DELIVERY SYSTEM AT ALL PRIMARY CLINICS	100,000.
COVENANT HOUSE MICHIGAN 2959 MARTIN LUTHER KING JR BLVD. DETROIT, MI 48208	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT COGNITIVE BEHAVIOR THERAPY TREATMENT	62,000.
DEAF COMMUNITY ADVOCACY NETWORK 2111 ORCHARD LAKE ROAD,SUITE 101 SYLVAN LAKE, MI 48320	NO INDIVIDUAL RELATIONSHIP	PC	TO PROVIDE CULTURALLY COMPENTENT SERVICES FOR DEAF AND HEARING IMPAIRED COMMUNITY	30,000.
DEPRESSION AND BIPOLAR SUPPORT ALLI 55 E. JACKSON CHICAGO, IL 60604	NO INDIVIDUAL RELATIONSHIP	PC	TO ESTABLISH MICHIGAN SUPPORT GROUP	45,000.
DETROIT CRIME COMMISSION 28 W. ADAMS, SUITE 300 DETROIT, MI 48226	NO INDIVIDUAL RELATIONSHIP	PC	TO PROVIDE MENTAL HEALTH FIRST AID LAW ENFORCEMENT TRAINING	35,000.
EASTER SEALS- MICHIGAN, INC. 2387 E. WALTON BLVD AUBURN HILLS, MI 48326	NO INDIVIDUAL RELATIONSHIP	PC	TO DEVELOP MENTAL HEALTH SCREENING KIOSKS	27,000.
GUIDANCE CENTER (THE) 1301 ALLEN ROAD SOUTHGATE, MI 48195	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT TRAUMA-INFORMED TREATMENT	88,000.
HEGIRA PROGRAMS INC. 8623 NORTH WAYNE ROADD, SUITE 200 WESTLAND, MI 48185	NO INDIVIDUAL RELATIONSHIP	PC	TO INTEGRATE BEHAVIORAL HEALTH TREATMENT IN PRIMARY CARE	60,000.
HENRY FORD HEALTH SYSTEM ONE FORD PLACE, SUITE 5A DETROIT, MI 48202	NO INDIVIDUAL RELATIONSHIP	PC	TO INTEGRATE STANDARDIZED BEHAVIORAL HEALTH SCREENING AND TREATMENT WITHIN	100,000.
Total from continuation sheets				2,177,190.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HENRY FORD HEALTH SYSTEM ONE FORD PLACE, SUITE 5A DETROIT, MI 48202	NO INDIVIDUAL RELATIONSHIP	PC	TO SUPPORT SCHOOL-BASED MENTAL HEALTH SERVICES FOR AUTISM SPECTRUM DISORDER	100,000.
JUVENILE ASSESSMENT CENTER 7301 WOODWARD AVENUE DETROIT, MI 48202	NO INDIVIDUAL RELATIONSHIP	PC	TO EXPAND MENTAL HEALTH TREATMENT FOR AT-RISK ADULTS IN JUVENILE JUSTICE SYSTEM	100,000.
MARINERS INN 445 LEDYARD DETROIT, MI 48201	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT MENTAL HEALTH NURSE PRACTITIONER PROGRAM	49,000.
MENTAL HEALTH ASSOCIATION IN MI 27655 MIDDLEBELT, SUITE 170 FARMINGTON HILLS, MI 48334	NO INDIVIDUAL RELATIONSHIP	PC	FOR POLICY RESEARCH AND EVALUATION TO IMPROVE MENTAL HEALTH SERIVCES	50,000.
MICHIGAN'S CHILDREN 428 W. LENAWEE STREET LANSING, MI 48933	NO INDIVIDUAL RELATIONSHIP	PC	FOR POLICY RESEARCH AND EVALUATION TO IMPROVE CHILDREN'S MENTAL HEALTH SERIVCES	50,000.
NAMI METRO P.O. BOX 852 NORTHVILLE, MI 48167	NO INDIVIDUAL RELATIONSHIP	PC	FOR GENERAL OPERATING SUPPORT	10,000.
NAMI MICHIGAN 401 S. WASHINGTON AVENUE, SUITE 104 LANSING, MI 48906	NO INDIVIDUAL RELATIONSHIP	PC	FOR GENERAL OPERATING SUPPORT	10,000.
NAMI WASHTENAW COUNTY 1100 N. MAIN ANN ARBOR, MI 48104	NO INDIVIDUAL RELATIONSHIP	PC	FOR GENERAL OPERATING SUPPORT	10,000.
NATIONAL PHILANTHROPIC TRUST (WIN FOR WARRIORS) 165 TOWNSHIP LINE ROAD, SUITE 150 JENKINTOWN, PA 19046	NO INDIVIDUAL RELATIONSHIP	PC	TO COMMISSION STUDY OF VETERAN'S MENTAL SERVICES IN MICHIGAN	10,000.
OAKWOOD HEALTH CARE SYSTEM FOUNDATION 15500 LUNDY PARKWAY DEARBORN, MI 48126	NO INDIVIDUAL RELATIONSHIP	PC	TO EXPAND INTEGRATED CARE MODEL IN HIGH SCHOOLS	50,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PEDIATRIC FOUNDATION OF MICHIGAN 106 W. ALLEGAN STREET, SUITE 510 LANSING, MI 48126	NO INDIVIDUAL RELATIONSHIP	PC	TO TRAIN PHYSICIANS AND CLINICAL STAFF AT 32 HEALTH CENTERS IN SOUTHEAST MICHIGAN TO IMPLEMENT	88,000.
PEDIATRIC FOUNDATION OF MICHIGAN 106 W. ALLEGAN STREET, SUITE 510 LANSING, MI 48126	NO INDIVIDUAL RELATIONSHIP	PC	TO PROVIDE CLINICAL TRAINING TO IMPROVE HEALTH OUTCOMES FOR FOSTER CHILDREN AND YOUTH	50,000.
REGENTS OF THE UNIVERSITY OF MICH 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	TO TRAIN A NETWORK OF LICENSED MENTAL HEALTH PROFESSIONALS IN TREATMENT INTERVENTIONS FOR	100,000.
REGENTS OF THE UNIVERSITY OF MICH 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT AND EVALUATE AN EVIDENCE-BASED ONLINE MONITORING, PSYCHO-EDUCATION	96,000.
REGENTS OF THE UNIVERSITY OF MICH 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	TO EXPAND SERVICES FOR STUDENTS IN NEED OF COMPREHENSIVE MENTAL HEALTH	100,000.
ROSE HILL CENTER 5130 ROSE HILL BLVD. HOLLY, MI 48442	NO INDIVIDUAL RELATIONSHIP	PC	TO PROVIDE ADVANCED CLINCIAL TRAINING FOR MENTAL HEALTH STAFF	32,000.
SOUTHWEST COUNSELING SOLUTIONS 1920 25TH STREET DETROIT, MI 48210	NO INDIVIDUAL RELATIONSHIP	PC	TO DEVELOP AN INTEGRATED, COLLABORATIVE MODEL TO IMPROVE MENTAL HEALTH IN EARLY CHILDHOOD	50,000.
SPECTRUM CHILD & FAMILY SERVICES 28303 JOY ROAD WESTLAND, MI 48185	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT TRAUMA-INFORMED COGNITIVE BEHAVIORAL THERAPY TREATMENT	90,000.
ST. JOSEPH MERCY ANN ARBOR 5301 MCAULEY DRIVE YPSILANTI, MI 48152	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT COMPREHENSIVE INTEGRATED BEHAVIORAL HEALTH/PRIMARY CARE MODEL	100,000.
STARFISH FAMILY SERVICES, INC. 30000 HIVELEY INKSTER, MI 48141	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT TRAUMA-INFORMED PROGRAM FOR CHILDREN AGES 6-12	56,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
STARFISH FAMILY SERVICES, INC. 30000 HIVELEY INKSTER, MI 48141	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT INTEGRATED HEALTH CARE IMPLEMENTATION MODEL	35,000.
STARR COMMONWEALTH 13725 STARR COMMONWEALTH ROAD ALBION, MI 49224	NO INDIVIDUAL RELATIONSHIP	PC	TO SUPPORT STARR-PSYCHSYSTEMS AUTISM SERVICES	50,000.
UNIVERSITY OF DETROIT MERCY 4001 WEST MCNICHOLS DETROIT, MI 48221	NO INDIVIDUAL RELATIONSHIP	PC	PROGRAM EVALUATION OF THE EMOTIONAL SKILLS BUILDING CURRICULUM	50,000.
WAYNE STATE UNIVERSITY 640 TEMPLE, SUITE 750 DETROIT, MI 48202	NO INDIVIDUAL RELATIONSHIP	PC	FUTURE OF NURSING PROGRAM	15,000.
WAYNE STATE UNIVERSITY 640 TEMPLE, SUITE 750 DETROIT, MI 48202	NO INDIVIDUAL RELATIONSHIP	PC	TO PROVIDE UNIVERSAL SCREENING WITH MOTIVATIONAL INTERVIEWING USING EVIDENCE-BASED	100,000.
WAYNE STATE UNIVERSITY 640 TEMPLE, SUITE 750 DETROIT, MI 48202	NO INDIVIDUAL RELATIONSHIP	PC	TO IMPLEMENT AND EVALUATE MENTAL HEALTH TREATMENT GUIDELINE FOR TRANSITION FROM INPATIENT TO	50,000.
ADRIAN DOMINICAN SISTERS 1257 E SIENA HEIGHTS DR ADRIAN, MI 49221	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	500.
CHRIST CHURCH GROSSE POINTE 61 GROSSE POINTE BLVD GROSSE POINTE FARMS, MI 48236	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	5,000.
CHRIST CHURCH GROSSE POINTE 61 GROSSE POINTE BLVD GROSSE POINTE FARMS, MI 48236	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
DENISON UNIVERSITY 100 W COLLEGE ST GRANVILLE, OH 43023	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
DETROIT EDUCATIONAL TELEVISION FOUNDATION 1 CLOVER CT WIXOM, MI 48393	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
DETROIT INSTITUTE OF ARTS 5200 WOODWARD AVE DETROIT, MI 48202	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
DETROIT ROTARY FOUNDATION 241 MADISON AVE, BOX 6 DETROIT, MI 48226	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
DETROIT SYMPHONY ORCHESTRA 3711 WOODWARD AVE DETROIT, MI 48201	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
DETROIT ZOOLOGICAL SOCIETY 8450 W 10 MILE RD ROYAL OAK, MI 48067	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
EASTERN MICHIGAN UNIVERSITY FOUNDATION 1349 S HURON ST #1 YPSILANTI, MI 48197	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	150.
FOCUS: HOPE 1400 OAKMAN BLVD DETROIT, MI 48238	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
GROSSE POINTE ANIMAL ADOPTION SOCIETY 296 CHALFONTE AVE GROSSE POINTE FARMS, MI 48236	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	5,000.
GROSSE POINTE ANIMAL ADOPTION SOCIETY 296 CHALFONTE AVE GROSSE POINTE FARMS, MI 48236	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
GROSSE POINTE PARK FOUNDATION 15115 E JEFFERSON AVE GROSSE POINTE PARK, MI 48230	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE HENRY FORD 20900 OAKWOOD BLVD DEARBORN, MI 48124	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
HIGGINS LAKE FOUNDATION 207 TERRACE DR ROSCOMMON, MI 48653	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
IMMACULATE CONCEPTION UKRAINIAN CATHOLIC SCHOOLS 29500 WESTBROOK AVE WARREN, MI 48092	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	1,000.
KIEVE-WAVUS EDUCATION, INC. 42 KIEVE RD NOBLEBORO, ME 04555	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
KYIV MOHYLA FOUNDATION P.O. BOX 46009 CHICAGO, IL 60646	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	300.
MENTAL HEALTH ASSOCIATION IN MI 2112 UNIVERSITY PARK DR OKEMOS, MI 48864	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	1,000.
MICHIGAN AIDS COALITION 429 LIVERNOIS ST FERNDALE, MI 48220	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
MICHIGAN CANCER RESEARCH 2000 TOWN CENTER SOUTHFIELD, MI 48075	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
MICHIGAN WOMEN'S FOUNDATION 615 GRISWOLD ST SUITE 1020 DETROIT, MI 48226	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
NEIGHBORHOOD CLUB 17150 WATERLOO ST GROSSE POINTE, MI 48230	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PENRICKTON CENTER FOR BLIND CHILDREN 26530 EUREKA RD TAYLOR, MI 48180	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
PLANNED PARENTHOOD - MID & SOUTHEAST MICHIGAN 3100 PROFESSIONAL DR ANN ARBOR, MI 48104	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
PLYMOUTH UNITED CHURCH OF CHRIST 600 E WARREN AVE DETROIT, MI 48201	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	5,000.
REGENTS OF THE UNIVERSITY OF MICHIGAN 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	5,000.
REGENTS OF THE UNIVERSITY OF MICHIGAN 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	140.
REGENTS OF THE UNIVERSITY OF MICHIGAN 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
REGENTS OF THE UNIVERSITY OF MICHIGAN 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
REGENTS OF THE UNIVERSITY OF MICHIGAN 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
REGENTS OF THE UNIVERSITY OF MICHIGAN 4250 PLYMOUTH ROAD, SPC 5763 ANN ARBOR, MI 48109	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
ROSE HILL FOUNDATION 5130 ROSE HILL BLVD. HOLLY, MI 48442	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE ROTARY FOUNDATION OF ROTARY INTERNATIONAL 241 MADISON AVE, BOX 6 DETROIT, MI 48226	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
SEVEN PONDS NATURE CENTER, INC. 3854 CRAWFORD RD DRYDEN, MI 48428	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	100.
SISTERS OF ST. BASIL THE GREAT 710 FOX CHASE RD JENKINTOWN, PA 19046	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	500.
STARFISH FAMILY SERVICES, INC. 30000 HIVELEY INKSTER, MI 48141	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	150.
STARR COMMONWEALTH 13725 26 MILE RD ALBION, MI 49224	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	150.
STRATFORD FESTIVAL OF AMERICA 660 WOODWARD AVE DETROIT, MI 48226	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	500.
THE TAFT SCHOOL 110 WOODBURY RD WATERTOWN, CT 06795	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
THE DETROIT INSTITUTE FOR CHILDREN 2075 E WEST MAPLE RD B-203 COMMERCE CHARTER TWP, MI 48390	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
TRIUMPH MISSIONARY BAPTIST CHURCH 15801 JOY RD DETROIT, MI 48228	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	400.
UKRAINIAN CATHOLIC EDUCATION FOUNDATION 2247 W CHICAGO AVE CHICAGO, IL 60622	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	1,000.
Total from continuation sheets				

523631
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UNITED UKRAINIAN AMERICAN RELIEF COMMITTEE 1206 COTTMAN AVE PHILADELPHIA, PA 19111	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	300.
UNIVERSITY LIGGETT SCHOOL 1045 COOK RD GROSSE POINTE WOODS, MI 48236	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
YALE UNIVERSITY P.O. BOX 2038 NEW HAVEN, CT 06521	NO INDIVIDUAL RELATIONSHIP	PC	MATCHING GIFT	200.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - HENRY FORD HEALTH SYSTEM
TO INTEGRATE STANDARDIZED BEHAVIORAL HEALTH SCREENING AND TREATMENT
WITHIN MACOMB COUNTY HOSPITAL

NAME OF RECIPIENT - PEDIATRIC FOUNDATION OF MICHIGAN
TO TRAIN PHYSICIANS AND CLINICAL STAFF AT 32 HEALTH CENTERS IN
SOUTHEAST MICHIGAN TO IMPLEMENT EVIDENCE-BASED STANDARDIZED BEHAVIORAL
HEALTH SCREENING TOOLS AT WELL-CHILD VISITS

NAME OF RECIPIENT - REGENTS OF THE UNIVERSITY OF MICH
TO TRAIN A NETWORK OF LICENSED MENTAL HEALTH PROFESSIONALS IN TREATMENT
INTERVENTIONS FOR MILITARY MEMBERS AND FAMILIES

NAME OF RECIPIENT - REGENTS OF THE UNIVERSITY OF MICH
TO IMPLEMENT AND EVALUATE AN EVIDENCE-BASED ONLINE MONITORING,
PSYCHO-EDUCATION PROGRAM FOR COLLEGE STUDENTS WITH DEPRESSION AND
ANXIETY DISORDER.

NAME OF RECIPIENT - WAYNE STATE UNIVERSITY
TO PROVIDE UNIVERSAL SCREENING WITH MOTIVATIONAL INTERVIEWING USING
EVIDENCE-BASED TECHNOLOGY.

NAME OF RECIPIENT - WAYNE STATE UNIVERSITY
TO IMPLEMENT AND EVALUATE MENTAL HEALTH TREATMENT GUIDELINE FOR
TRANSITION FROM INPATIENT TO OUTPATIENT CARE

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCHWAB REDEMPTIONS			PURCHASED		
(B) GROSS SALES PRICE	**(C) COST OR OTHER BASIS**	**(D) EXPENSE OF SALE**	**(E) DEPREC.**	**(F) GAIN OR LOSS**	
6,455,457.	6,574,463.	0.	0.	-119,006.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
K-1 PARTNERSHIP INCOME			PURCHASED		
(B) GROSS SALES PRICE	**(C) COST OR OTHER BASIS**	**(D) EXPENSE OF SALE**	**(E) DEPREC.**	**(F) GAIN OR LOSS**	
387,291.	387,291.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIFF MULTI-ASSET			PURCHASED		
(B) GROSS SALES PRICE	**(C) COST OR OTHER BASIS**	**(D) EXPENSE OF SALE**	**(E) DEPREC.**	**(F) GAIN OR LOSS**	
1,500,000.	1,626,998.	0.	0.	-126,998.	

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HIGHBRIDGE CAP CORP				PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	24,543.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-221,461.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONEY MARKET	45.	45.	0.
TOTAL TO PART I, LINE 3	45.	45.	0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS & BOND FUNDS	1,671,940.	0.	1,671,940.	1,671,940.	0.
TO PART I, LINE 4	1,671,940.	0.	1,671,940.	1,671,940.	0.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MINING INTERESTS	167,619.	167,619.	0.
MISCELLANEOUS INCOME	1,629.	1,629.	0.
K-1 PARTNERSHIP INCOME	0.	-161,686.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	169,248.	7,562.	0.

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,813.	1,497.	0.	3,316.
TO FM 990-PF, PG 1, LN 16A	4,813.	1,497.	0.	3,316.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT FEES	15,800.	4,912.	0.	10,888.
TO FORM 990-PF, PG 1, LN 16B	15,800.	4,912.	0.	10,888.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER FEES	28,835.	8,965.	0.	19,870.
INVESTMENT EXPENSES	52,466.	52,466.	0.	0.
MEDIA RELATIONS	224,685.	0.	0.	224,685.
TO FORM 990-PF, PG 1, LN 16C	305,986.	61,431.	0.	244,555.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	25,781.	8,016.	0.	17,766.
EXCISE TAXES	94,199.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	119,980.	8,016.	0.	17,766.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	5,001.	1,555.	0.	3,446.
TELEPHONE/INTERNET	4,234.	1,317.	0.	2,918.
SUPPLIES	6,525.	2,029.	0.	4,496.
EQUIPMENT	30,366.	9,441.	0.	20,925.
MISCELLANEOUS	2,705.	841.	0.	1,864.
TO FORM 990-PF, PG 1, LN 23	48,831.	15,183.	0.	33,649.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMOM STOCK MUTUAL FUNDS	18,359,180.	23,214,725.
TOTAL TO FORM 990-PF, PART II, LINE 10B	18,359,180.	23,214,725.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME MUTUAL FUNDS	12,398,003.	11,877,796.
TOTAL TO FORM 990-PF, PART II, LINE 10C	12,398,003.	11,877,796.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MULTI-ASSET MUTUAL FUNDS	COST	8,263,507.	7,346,100.
MARKETABLE HEDGE FUNDS	COST	6,159,116.	6,924,570.
REAL ESTATE/HARD ASSETS	COST	3,999,278.	4,212,823.
PRIVATE EQUITY FUNDS	COST	2,956,959.	4,544,837.
TOTAL TO FORM 990-PF, PART II, LINE 13		21,378,860.	23,028,330.

FORM 990-PF	OTHER ASSETS	STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MINING AND GAS INTERESTS	939,057.	939,057.	798,589.
TO FORM 990-PF, PART II, LINE 15	939,057.	939,057.	798,589.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DR. LINDA HRYHORCZUK 333 W. FORD STREET, SUITE 1950 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
LYNN SCHNEIDER 333 W. FORD STREET, SUITE 1950 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
GEORGE A. NICHOLSON, III 333 W. FORD STREET, SUITE 1950 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
FREDDIE C. BURTON, JR. 333 W. FORD STREET, SUITE 1950 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
JACK KRESNAK 333 W. FORD STREET, SUITE 1950 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
DUANE TARNACKI 333 W. FORD STREET, SUITE 1950 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
LEONARD W. SMITH 333 W. FORD STREET, SUITE 1950 DETROIT, MI 48226	CHIEF INVESTMENT OFFICER 40.00	130,000.	12,210.	0.
ANDREA M. COLE 333 W. FORD STREET, SUITE 1950 DETROIT, MI 48226	CHIEF EXECUTIVE OFFICER 40.00	205,338.	19,410.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		335,338.	31,620.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 15
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ANDREA M. COLE, EXECUTIVE DIRECTOR AND CEO
333 W. FORD STREET, SUITE 1950
DETROIT, MI 48266

TELEPHONE NUMBER

(313) 309-3436

EMAIL ADDRESS

ACOLE@FLINNFOUNDATION.ORG

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION ACCEPTS COMPETITVE PROPOSALS ONCE A YEAR THROUGH ITS ON-LINE GRANT APPLICATION SYSTEM.

ANY SUBMISSION DEADLINES

THE FDN ANNOUNCES RFPS ANNUALLY IN MAY, APPS ARE ACCEPTED THROUGH JULY AND ANNOUNCED IN SEPTEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION AWARDS GRANTS TO NON-PROFITS THAT DELIVER MENTAL HEALTH CARE AND SERVICES IN MICHIGAN.

Ethel and James Flinn Foundation
38-2143122
2015 Asset Detail

	Cost	Market Values
Cash - Non-interest-bearing		
Schwab Cash	32,583	32,583
Chase Checking Account	112,872	112,872
	145,455	**145,455**
Savings and Temporary Cash Investments		
Schwab Money Market Fund	844,377	844,377
	844,377	**844,377**
Common Stock Mutual Funds		
Glenmede Small Cap Equity	1,577,455	2,258,449
Oakmark Fund	2,622,630	3,532,650
Vanguard Total Stock Index	4,242,427	6,568,563
JPMorgan Mid Cap Equity	989,817	1,172,712
DFA Emerging Markets Core Equi	1,900,080	1,547,276
Harbor International	2,723,895	3,031,022
Templeton Inst Foreign Small	1,670,437	2,184,064
Vanguard FTSE All World Ex US	2,632,440	2,919,989
	18,359,180	**23,214,725**
Fixed Income Mutual Funds		
Blackrock High Yield Bond	3,306,636	3,054,404
Loomis Sayles Investment Bond	2,338,917	2,067,810
Templeton Global Bond Fund	2,259,156	2,054,989
JP Morgan Core Bond Fund R6	4,493,295	4,700,593
	12,398,003	**11,877,796**
Multi-Asset Funds		
Blackrock Global Allocation	2,986,048	2,513,244
TIFF Multi-Asset Investor	2,848,996	2,472,542
Vanguard Star Fund	2,428,464	2,360,314
	8,263,507	**7,346,100**
Marketable/Hedge		
TIFF Absolute Return Pool II	3,300,000	3,372,406
JP Morgan Multi-Strategy	2,859,116	3,552,164
	6,159,116	**6,924,570**
Real Estate/Hard Assets		
Trumbull Property Fund	3,999,278	4,212,823
	3,999,278	**4,212,823**

Private Equity		
TIFF Private Equity 2007 Fund	194,136	307,287
TIFF Private Equity 2008 Fund	249,895	969,234
TIFF Private Equity 2009 Fund	289,876	513,265
TIFF Private Equity 2011 Fund	366,877	432,395
TIFF Private Equity 2014 Fund	260,000	236,329
Commonfund Cap IV	96,961	208,923
Commonfund Cap VII	93,511	213,946
Commonfund Cap VIII	436,624	552,470
Commonfund Natural Res. VIII	326,212	324,385
Commonfund International VII	477,867	607,006
Commonfund Cap Global 2014	165,000	179,597
	2,956,959	**4,544,837**

Mining and Gas Interests		
Kentucky Natural Gas	66,234	66,234
Mining	872,823	732,355
	939,057	**798,589**