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

|                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                       |                                                                                                                                                                                                |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Name of foundation<br>The Brookby Foundation                                                                                                                                                                                                                                                              |                                                                                                                                                                                                       | <b>A Employer identification number</b><br>38-3202330                                                                                                                                          |  |
| % NICOLE LIGHTWINE                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                       |                                                                                                                                                                                                |  |
| Number and street (or P O box number if mail is not delivered to street address)<br>10936 N Port Washington Rd 181 Su                                                                                                                                                                                     | Room/suite                                                                                                                                                                                            | <b>B</b> Telephone number (see instructions)<br><br>(262) 478-0629                                                                                                                             |  |
| City or town, state or province, country, and ZIP or foreign postal code<br>Mequon, WI 53092                                                                                                                                                                                                              |                                                                                                                                                                                                       | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>                                                                                                              |  |
| <b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |                                                                                                                                                                                                       | <b>D 1.</b> Foreign organizations, check here <input type="checkbox"/><br><br><b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |  |
| <b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                   |                                                                                                                                                                                                       | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                           |  |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 38,684,519                                                                                                                                                                                                  | <b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis ) | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                                        |  |

| Part I Analysis of Revenue and Expenses<br><i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i> |                                                                                                            | Revenue and expenses per books<br><b>(a)</b> | Net investment income<br><b>(b)</b> | Adjusted net income<br><b>(c)</b> | Disbursements for charitable purposes<br><b>(d)</b> (cash basis only) |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------|----------------------------------------------|-------------------------------------|-----------------------------------|-----------------------------------------------------------------------|
| Revenue                                                                                                                                                                       | <b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .                          | 1,736,548                                    |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . . |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>3</b> Interest on savings and temporary cash investments                                                |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>4</b> Dividends and interest from securities . . . . .                                                  | 713,097                                      | 705,057                             | 0                                 |                                                                       |
|                                                                                                                                                                               | <b>5a</b> Gross rents . . . . .                                                                            |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>b</b> Net rental income or (loss) _____                                                                 |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>6a</b> Net gain or (loss) from sale of assets not on line 10                                            | 3,247,203                                    |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>b</b> Gross sales price for all assets on line 6a<br>30,955,003                                         |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>7</b> Capital gain net income (from Part IV, line 2) . . .                                              |                                              | 3,247,203                           |                                   |                                                                       |
|                                                                                                                                                                               | <b>8</b> Net short-term capital gain . . . . .                                                             |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>9</b> Income modifications . . . . .                                                                    |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>10a</b> Gross sales less returns and allowances                                                         |                                              |                                     |                                   |                                                                       |
| Operating and Administrative Expenses                                                                                                                                         | <b>b</b> Less Cost of goods sold . . . . .                                                                 |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>c</b> Gross profit or (loss) (attach schedule) . . . . .                                                |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>11</b> Other income (attach schedule) . . . . .                                                         | 939                                          | 939                                 |                                   |                                                                       |
|                                                                                                                                                                               | <b>12 Total.</b> Add lines 1 through 11 . . . . .                                                          | 5,697,787                                    | 3,953,199                           | 0                                 |                                                                       |
|                                                                                                                                                                               | <b>13</b> Compensation of officers, directors, trustees, etc                                               |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>14</b> Other employee salaries and wages . . . . .                                                      | 47,845                                       |                                     |                                   | 47,845                                                                |
|                                                                                                                                                                               | <b>15</b> Pension plans, employee benefits . . . . .                                                       | 4,800                                        |                                     |                                   | 4,800                                                                 |
|                                                                                                                                                                               | <b>16a</b> Legal fees (attach schedule). . . . .                                                           |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>b</b> Accounting fees (attach schedule). . . . .                                                        | 1,610                                        | 805                                 | 0                                 | 805                                                                   |
|                                                                                                                                                                               | <b>c</b> Other professional fees (attach schedule) . . . . .                                               | 46,599                                       | 46,599                              |                                   |                                                                       |
|                                                                                                                                                                               | <b>17</b> Interest . . . . .                                                                               |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>18</b> Taxes (attach schedule) (see instructions) . . . . .                                             | 39,149                                       | 11,249                              |                                   |                                                                       |
|                                                                                                                                                                               | <b>19</b> Depreciation (attach schedule) and depletion . . .                                               |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>20</b> Occupancy . . . . .                                                                              |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>21</b> Travel, conferences, and meetings. . . . .                                                       | 8,603                                        |                                     |                                   | 8,603                                                                 |
|                                                                                                                                                                               | <b>22</b> Printing and publications . . . . .                                                              |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>23</b> Other expenses (attach schedule). . . . .                                                        | 10,518                                       | 0                                   | 0                                 | 8,080                                                                 |
|                                                                                                                                                                               | <b>24 Total operating and administrative expenses.</b><br>Add lines 13 through 23 . . . . .                | 159,124                                      | 58,653                              | 0                                 | 70,133                                                                |
|                                                                                                                                                                               | <b>25</b> Contributions, gifts, grants paid . . . . .                                                      | 1,738,504                                    |                                     |                                   | 1,738,504                                                             |
|                                                                                                                                                                               | <b>26 Total expenses and disbursements.</b> Add lines 24 and 25                                            | 1,897,628                                    | 58,653                              | 0                                 | 1,808,637                                                             |
|                                                                                                                                                                               | <b>27</b> Subtract line 26 from line 12                                                                    |                                              |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>a Excess of revenue over expenses and disbursements</b>                                                 | 3,800,159                                    |                                     |                                   |                                                                       |
|                                                                                                                                                                               | <b>b Net investment income</b> (if negative, enter -0-)                                                    |                                              | 3,894,546                           |                                   |                                                                       |
|                                                                                                                                                                               | <b>c Adjusted net income</b> (if negative, enter -0-)                                                      |                                              |                                     | 0                                 |                                                                       |

| Part II Balance Sheets      |                                                                                                                                          | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )              | Beginning of year | End of year    |                       |
|-----------------------------|------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                             |                                                                                                                                          |                                                                                                                                  | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1                                                                                                                                        | Cash—non-interest-bearing . . . . .                                                                                              | 7,440             | 11,387         | 11,387                |
|                             | 2                                                                                                                                        | Savings and temporary cash investments . . . . .                                                                                 | 4,494,969         | 2,164,882      | 2,164,882             |
|                             | 3                                                                                                                                        | Accounts receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                      |                   |                |                       |
|                             | 4                                                                                                                                        | Pledges receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                       |                   |                |                       |
|                             | 5                                                                                                                                        | Grants receivable . . . . .                                                                                                      |                   |                |                       |
|                             | 6                                                                                                                                        | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions). . . . . |                   |                |                       |
|                             | 7                                                                                                                                        | Other notes and loans receivable (attach schedule) ▶ _____<br>Less allowance for doubtful accounts ▶ _____                       |                   |                |                       |
|                             | 8                                                                                                                                        | Inventories for sale or use . . . . .                                                                                            |                   |                |                       |
|                             | 9                                                                                                                                        | Prepaid expenses and deferred charges . . . . .                                                                                  |                   |                |                       |
|                             | 10a                                                                                                                                      | Investments—U S and state government obligations (attach schedule)                                                               |                   |                |                       |
|                             | b                                                                                                                                        | Investments—corporate stock (attach schedule) . . . . .                                                                          | 20,961,099        | 24,701,241     | 24,344,041            |
|                             | c                                                                                                                                        | Investments—corporate bonds (attach schedule) . . . . .                                                                          | 6,068,302         | 8,430,434      | 8,346,614             |
|                             | 11                                                                                                                                       | Investments—land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____              |                   |                |                       |
|                             | 12                                                                                                                                       | Investments—mortgage loans . . . . .                                                                                             |                   |                |                       |
|                             | 13                                                                                                                                       | Investments—other (attach schedule) . . . . .                                                                                    | 4,109,321         | 4,133,345      | 3,817,595             |
|                             | 14                                                                                                                                       | Land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____                          |                   |                |                       |
| 15                          | Other assets (describe ▶ _____)                                                                                                          |                                                                                                                                  |                   |                |                       |
| 16                          | Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)                                                | 35,641,131                                                                                                                       | 39,441,289        | 38,684,519     |                       |
| Liabilities                 | 17                                                                                                                                       | Accounts payable and accrued expenses . . . . .                                                                                  |                   |                |                       |
|                             | 18                                                                                                                                       | Grants payable . . . . .                                                                                                         |                   |                |                       |
|                             | 19                                                                                                                                       | Deferred revenue . . . . .                                                                                                       |                   |                |                       |
|                             | 20                                                                                                                                       | Loans from officers, directors, trustees, and other disqualified persons                                                         |                   |                |                       |
|                             | 21                                                                                                                                       | Mortgages and other notes payable (attach schedule). . . . .                                                                     |                   |                |                       |
|                             | 22                                                                                                                                       | Other liabilities (describe ▶ _____)                                                                                             |                   |                |                       |
|                             | 23                                                                                                                                       | Total liabilities(add lines 17 through 22) . . . . .                                                                             |                   | 0              |                       |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. |                                                                                                                                  |                   |                |                       |
|                             | 24                                                                                                                                       | Unrestricted . . . . .                                                                                                           | 35,641,131        | 39,441,289     |                       |
|                             | 25                                                                                                                                       | Temporarily restricted . . . . .                                                                                                 |                   |                |                       |
|                             | 26                                                                                                                                       | Permanently restricted . . . . .                                                                                                 |                   |                |                       |
|                             | Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.                         |                                                                                                                                  |                   |                |                       |
|                             | 27                                                                                                                                       | Capital stock, trust principal, or current funds . . . . .                                                                       |                   |                |                       |
|                             | 28                                                                                                                                       | Paid-in or capital surplus, or land, bldg , and equipment fund                                                                   |                   |                |                       |
|                             | 29                                                                                                                                       | Retained earnings, accumulated income, endowment, or other funds                                                                 |                   |                |                       |
|                             | 30                                                                                                                                       | Total net assets or fund balances(see instructions) . . . . .                                                                    | 35,641,131        | 39,441,289     |                       |
|                             | 31                                                                                                                                       | Total liabilities and net assets/fund balances(see instructions) . . . . .                                                       | 35,641,131        | 39,441,289     |                       |

| 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 | 35,641,131 |  |  |
| 2                                                           | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | 3,800,159  |  |  |
| 3                                                           | Other increases not included in line 2 (itemize) ▶ _____                                                                                                           | 3 |            |  |  |
| 4                                                           | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 39,441,290 |  |  |
| 5                                                           | Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 | 1          |  |  |
| 6                                                           | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | 6 | 39,441,289 |  |  |

Part IV

Capital Gains and Losses for Tax on Investment Income

|                                                                                                                                             |                           |                                                     |                                             |                                         |
|---------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|-----------------------------------------------------|---------------------------------------------|-----------------------------------------|
| List and describe the kind(s) of property sold (e g , real estate,<br><b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co ) |                           | How acquired<br>P—Purchase<br><b>(b)</b> D—Donation | Date acquired<br><b>(c)</b> (mo , day, yr ) | Date sold<br><b>(d)</b> (mo , day, yr ) |
| <b>1a</b>                                                                                                                                   | See Additional Data Table |                                                     |                                             |                                         |
| <b>b</b>                                                                                                                                    |                           |                                                     |                                             |                                         |
| <b>c</b>                                                                                                                                    |                           |                                                     |                                             |                                         |
| <b>d</b>                                                                                                                                    |                           |                                                     |                                             |                                         |
| <b>e</b>                                                                                                                                    |                           |                                                     |                                             |                                         |

|                              |                                                   |                                                        |                                                     |
|------------------------------|---------------------------------------------------|--------------------------------------------------------|-----------------------------------------------------|
| <b>(e)</b> Gross sales price | Depreciation allowed<br><b>(f)</b> (or allowable) | Cost or other basis<br><b>(g)</b> plus expense of sale | Gain or (loss)<br><b>(h)</b> (e) plus (f) minus (g) |
| <b>a</b>                     | See Additional Data Table                         |                                                        |                                                     |
| <b>b</b>                     |                                                   |                                                        |                                                     |
| <b>c</b>                     |                                                   |                                                        |                                                     |
| <b>d</b>                     |                                                   |                                                        |                                                     |
| <b>e</b>                     |                                                   |                                                        |                                                     |

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

|          |                                                                                                                                                                                                    |                                                                                 |          |           |
|----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|----------|-----------|
| <b>2</b> | Capital gain net income or (net capital loss)                                                                                                                                                      | If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 | <b>2</b> | 3,247,203 |
| <b>3</b> | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br><br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 |                                                                                 |          |           |

Part V

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )  
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

|                                                                             |                                                 |                                                     |                                                                  |
|-----------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------------------|------------------------------------------------------------------|
| <b>(a)</b><br>Base period years Calendar<br>year (or tax year beginning in) | <b>(b)</b><br>Adjusted qualifying distributions | <b>(c)</b><br>Net value of noncharitable-use assets | <b>(d)</b><br>Distribution ratio<br>(col (b) divided by col (c)) |
| 2014                                                                        | 1,296,896                                       | 37,776,521                                          | 0 034331                                                         |
| 2013                                                                        | 1,005,471                                       | 22,129,657                                          | 0 045435                                                         |
| 2012                                                                        | 268,382                                         | 4,883,291                                           | 0 054959                                                         |
| 2011                                                                        | 396,220                                         | 3,563,412                                           | 0 111191                                                         |
| 2010                                                                        | 179,636                                         | 3,471,156                                           | 0 051751                                                         |

|          |                                                                                                                                                                               |          |            |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|------------|
| <b>2</b> | Total of line 1, column (d).                                                                                                                                                  | <b>2</b> | 0 297667   |
| <b>3</b> | Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by<br>the number of years the foundation has been in existence if less than 5 years | <b>3</b> | 0 059533   |
| <b>4</b> | Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.                                                                                                 | <b>4</b> | 38,331,562 |
| <b>5</b> | Multiply line 4 by line 3.                                                                                                                                                    | <b>5</b> | 2,281,993  |
| <b>6</b> | Enter 1% of net investment income (1% of Part I, line 27b).                                                                                                                   | <b>6</b> | 38,945     |
| <b>7</b> | Add lines 5 and 6.                                                                                                                                                            | <b>7</b> | 2,320,938  |
| <b>8</b> | Enter qualifying distributions from Part XII, line 4.                                                                                                                         | <b>8</b> | 1,808,637  |

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

**Part VI** Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

|           |                                                                                                                                                                                                                                             |           |        |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|--------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter _____<br><b>(attach copy of letter if necessary—see instructions)</b> |           |        |
| <b>b</b>  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .                                                                                   | <b>1</b>  | 77,891 |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)                                                                                                                      |           |        |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                                   | <b>2</b>  |        |
| <b>3</b>  | Add lines 1 and 2. . . . .                                                                                                                                                                                                                  | <b>3</b>  | 77,891 |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                                 | <b>4</b>  |        |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                                                                                                    | <b>5</b>  | 77,891 |
| <b>6</b>  | Credits/Payments                                                                                                                                                                                                                            |           |        |
| <b>a</b>  | 2015 estimated tax payments and 2014 overpayment credited to 2015                                                                                                                                                                           | <b>6a</b> | 9,641  |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                                                                                                               | <b>6b</b> |        |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868). . . . .                                                                                                                                                                | <b>6c</b> | 85,000 |
| <b>d</b>  | Backup withholding erroneously withheld . . . . .                                                                                                                                                                                           | <b>6d</b> |        |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d. . . . .                                                                                                                                                                                | <b>7</b>  | 94,641 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached                                                                                                         | <b>8</b>  | 158    |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <b>▶</b>                                                                                                                              | <b>9</b>  |        |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <b>▶</b>                                                                                                                  | <b>10</b> | 16,592 |
| <b>11</b> | Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <b>▶</b> 16,592 <b>Refunded</b> <b>▶</b>                                                                                                                            | <b>11</b> |        |

**Part VII-A** Statements Regarding Activities

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

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

|                                                                                                                                                                                     |                                                                                                                                                                                                                                                         |           |            |           |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>11</b>                                                                                                                                                                           | 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). . . . .                                                        | <b>11</b> |            | <b>No</b> |
| <b>12</b>                                                                                                                                                                           | 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) . . . . .                                                      | <b>12</b> |            | <b>No</b> |
| <b>13</b>                                                                                                                                                                           | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ► <u>N/A</u>                                                                                                     | <b>13</b> | <b>Yes</b> |           |
| <b>14</b>                                                                                                                                                                           | The books are in care of ► <u>NICOLE LIGHTWINE</u> Telephone no ► <u>(262) 478-0629</u><br>Located at ► <u>10936 N PORT WASHINGTON RD 181 MEQUON WI</u> ZIP+4 ► <u>53092</u>                                                                            |           |            |           |
| <b>15</b>                                                                                                                                                                           | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ► <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► <b>15</b> |           |            |           |
| <b>16</b>                                                                                                                                                                           | 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?                                                               | <b>16</b> | <b>Yes</b> | <b>No</b> |
| See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ► |                                                                                                                                                                                                                                                         |           |            |           |

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

| File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Yes       | No        |
|-----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1a</b>                                                                               | During the year did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                                                         |           |           |
|                                                                                         | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                 |           |           |
|                                                                                         | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                               |           |           |
|                                                                                         | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                             |           |           |
|                                                                                         | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                   |           |           |
|                                                                                         | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                |           |           |
|                                                                                         | (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                       |           |           |
| <b>b</b>                                                                                | If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . <b>1b</b>                                                                                                                                                                                                                                                                            |           | <b>No</b> |
|                                                                                         | Organizations relying on a current notice regarding disaster assistance check here. . . . . ► <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                     |           |           |
| <b>c</b>                                                                                | 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? . . . . . <b>1c</b>                                                                                                                                                                                                                                                                                                                |           | <b>No</b> |
| <b>2</b>                                                                                | 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))                                                                                                                                                                                                                                                                                                                                              |           |           |
| <b>a</b>                                                                                | At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ► 20____, 20____, 20____, 20____                                                                                                                                                                                                                               |           |           |
| <b>b</b>                                                                                | Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . . <b>2b</b>                                                                                                                                                                                   |           |           |
| <b>c</b>                                                                                | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here<br>► 20____, 20____, 20____, 20____                                                                                                                                                                                                                                                                                                                                                                 |           |           |
| <b>3a</b>                                                                               | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                   |           |           |
| <b>b</b>                                                                                | If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i> ). . . . . <b>3b</b> |           |           |
| <b>4a</b>                                                                               | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                            | <b>4a</b> | <b>No</b> |
| <b>b</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?                                                                                                                                                                                                                                                                                          | <b>4b</b> | <b>No</b> |

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

|                                                                                                                                                                                                                                         |                                                                                                                                                                   |                                                                     |           |           |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|-----------|-----------|
| <b>5a</b> 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))?                                                                             | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| (2)                                                                                                                                                                                                                                     | Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| (3)                                                                                                                                                                                                                                     | Provide a grant to an individual for travel, study, or other similar purposes?                                                                                    | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| (4)                                                                                                                                                                                                                                     | Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).                            | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| <b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? |                                                                                                                                                                   |                                                                     | <b>5b</b> |           |
| Organizations relying on a current notice regarding disaster assistance check here.                                                                  |                                                                                                                                                                   |                                                                     |           |           |
| <b>c</b> 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?                                                                     |                                                                                                                                                                   | <input type="checkbox"/> Yes <input type="checkbox"/> No            |           |           |
| If "Yes," attach the statement required by Regulations section 53.4945–5(d)                                                                                                                                                             |                                                                                                                                                                   |                                                                     |           |           |
| <b>6a</b>                                                                                                                                                                                                                               | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| <b>b</b>                                                                                                                                                                                                                                | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                        |                                                                     | <b>6b</b> | <b>No</b> |
| If "Yes" to 6b, file Form 8870                                                                                                                                                                                                          |                                                                                                                                                                   |                                                                     |           |           |
| <b>7a</b>                                                                                                                                                                                                                               | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?                                                              | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |           |
| <b>b</b>                                                                                                                                                                                                                                | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?                                                           |                                                                     | <b>7b</b> |           |

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

| (a) Name and address                                                   | Title, and average hours per week<br>(b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
|------------------------------------------------------------------------|--------------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| Paul Greeney<br>10936 N Port Washington Rd 181<br>Mequon, WI 53092     | Vice President/Treasurer<br>10 0                             | 0                                         |                                                                       |                                       |
| Wendy Greeney<br>10936 N Port Washington Rd 181<br>Mequon, WI 53092    | President/Secretary<br>1 0                                   | 0                                         |                                                                       |                                       |
| Daniel Greeney<br>10936 N Port Washington Rd 181<br>Mequon, WI 53092   | Board Trustee<br>1 0                                         | 0                                         |                                                                       |                                       |
| Jonathan Greeney<br>10936 N Port Washington Rd 181<br>Mequon, WI 53092 | Board Trustee<br>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 | Title, and average hours per week<br>(b) devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
|---------------------------------------------------------------|--------------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
|                                                               |                                                              |                  |                                                                       |                                       |
|                                                               |                                                              |                  |                                                                       |                                       |
|                                                               |                                                              |                  |                                                                       |                                       |
|                                                               |                                                              |                  |                                                                       |                                       |
|                                                               |                                                              |                  |                                                                       |                                       |
|                                                               |                                                              |                  |                                                                       |                                       |
|                                                               |                                                              |                  |                                                                       |                                       |
|                                                               |                                                              |                  |                                                                       |                                       |

**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 |
|-------------------------------------------------------------|---------------------|------------------|
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |

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 . . . . . ▶                                                                         |        |



**Part X Minimum Investment Return**

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

|          |                                                                                                                    |           |            |
|----------|--------------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes         |           |            |
| <b>a</b> | Average monthly fair market value of securities. . . . .                                                           | <b>1a</b> | 34,295,016 |
| <b>b</b> | Average of monthly cash balances. . . . .                                                                          | <b>1b</b> | 2,192,797  |
| <b>c</b> | Fair market value of all other assets (see instructions). . . . .                                                  | <b>1c</b> | 2,427,478  |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c). . . . .                                                                     | <b>1d</b> | 38,915,291 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . . | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets. . . . .                                                      | <b>2</b>  | 0          |
| <b>3</b> | Subtract line 2 from line 1d. . . . .                                                                              | <b>3</b>  | 38,915,291 |
| <b>4</b> | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | <b>4</b>  | 583,729    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4         | <b>5</b>  | 38,331,562 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5. . . . .                                                      | <b>6</b>  | 1,916,578  |

**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.)

|           |                                                                                                                  |           |           |
|-----------|------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6. . . . .                                                           | <b>1</b>  | 1,916,578 |
| <b>2a</b> | Tax on investment income for 2015 from Part VI, line 5. . . . .                                                  | <b>2a</b> | 77,891    |
| <b>b</b>  | Income tax for 2015 (This does not include the tax from Part VI ). . . . .                                       | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b. . . . .                                                                                     | <b>2c</b> | 77,891    |
| <b>3</b>  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                                    | <b>3</b>  | 1,838,687 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions. . . . .                                               | <b>4</b>  |           |
| <b>5</b>  | Add lines 3 and 4. . . . .                                                                                       | <b>5</b>  | 1,838,687 |
| <b>6</b>  | Deduction from distributable amount (see instructions). . . . .                                                  | <b>6</b>  |           |
| <b>7</b>  | <b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . . | <b>7</b>  | 1,838,687 |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                              |           |           |
|----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes                                                                    |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .                                                                         | <b>1a</b> | 1,808,637 |
| <b>b</b> | Program-related investments—total from Part IX-B. . . . .                                                                                                    | <b>1b</b> | 0         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .                                           | <b>2</b>  | 0         |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                          |           |           |
| <b>a</b> | Suitability test (prior IRS approval required). . . . .                                                                                                      | <b>3a</b> | 0         |
| <b>b</b> | Cash distribution test (attach the required schedule). . . . .                                                                                               | <b>3b</b> | 0         |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                                             | <b>4</b>  | 1,808,637 |
| <b>5</b> | 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). . . . . | <b>5</b>  |           |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .                                                                               | <b>6</b>  | 1,808,637 |

**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)<br>Corpus | (b)<br>Years prior to 2014 | (c)<br>2014 | (d)<br>2015 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2015 from Part XI, line 7                                                                                                                                |               |                            |             | 1,838,687   |
| 2 Undistributed income, if any, as of the end of 2015                                                                                                                               |               |                            |             |             |
| a Enter amount for 2014 only. . . . .                                                                                                                                               |               |                            | 248,906     |             |
| b Total for prior years 2013 , 2012 , 2011                                                                                                                                          |               | 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. . . . .                                                                                                                                              |               |                            |             |             |
| 4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 1,808,637                                                                                                            |               |                            |             |             |
| a Applied to 2014, but not more than line 2a                                                                                                                                        |               |                            | 248,906     |             |
| b Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               |                            |             |             |
| c Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              |               |                            |             |             |
| d Applied to 2015 distributable amount. . . . .                                                                                                                                     |               |                            |             | 1,559,731   |
| e Remaining amount distributed out of corpus                                                                                                                                        | 0             |                            |             |             |
| 5 Excess distributions carryover applied to 2015<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                              |               |                            |             |             |
| 6 Enter the net total of each column as indicated below:                                                                                                                            |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   | 0             |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b. . . . .                                                                                                          |               | 0                          |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . . |               |                            |             |             |
| d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .                                                                                                           |               | 0                          |             |             |
| e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            |             |             |
| f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .                                                               |               |                            |             | 278,956     |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .       |               |                            |             |             |
| 8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .                                                                                  |               |                            |             |             |
| 9 Excess distributions carryover to 2016.<br>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. . . . .                                                                                                                                                         | 0             |                            |             |             |

## Part XIV

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**b** Check box to indicate whether the organization

| Tax year | Prior 3 years |          |          | (e) Total |
|----------|---------------|----------|----------|-----------|
| (a) 2015 | (b) 2014      | (c) 2013 | (d) 2012 |           |
|          |               |          |          |           |

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## Part XV

**1 Information Regarding Foundation Managers:**

Contributed more than 2% of the total contributions received by the foundation  
 (or have contributed more than \$5,000) (See section 507(d)(2) )

10% or more of the stock of a corporation (or an equally large portion of the stock of a partnership) in which the foundation has a 10% or greater interest

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

contributions to preselected charitable organizations and does not accept or make gifts, grants, etc. (see instructions) to individuals or organizations under

E-mail address of the person to whom applications should be addressed

mitted and information and materials they should include

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/30), WINTER (BEFORE 9/30)

as by geographical areas, charitable fields, kinds of institutions, or other

Part XV

Supplementary Information(continued)

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

| Recipient                                                              | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business)                                    |                                                                                                                    |                                      |                                     |           |
| <div>a Paid during the year</div> <div>See Additional Data Table</div> |                                                                                                                    |                                      |                                     |           |
| <div>Total . . . . .</div>                                             |                                                                                                                    |                                      | <div>3a</div>                       | 1,738,504 |
| <div>b Approved for future payment</div>                               |                                                                                                                    |                                      |                                     |           |
| <div>Total . . . . .</div>                                             |                                                                                                                    |                                      | <div>3b</div>                       |           |

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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?

|                                                                                                                                                                                                                                                                                                                                                                                                                     |              |           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----------|
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of                                                                                                                                                                                                                                                                                                                          |              |           |
| <b>(1)</b> Cash. . . . .                                                                                                                                                                                                                                                                                                                                                                                            | <b>1a(1)</b> | <b>No</b> |
| <b>(2)</b> Other assets. . . . .                                                                                                                                                                                                                                                                                                                                                                                    | <b>1a(2)</b> | <b>No</b> |
| <b>b</b> Other transactions                                                                                                                                                                                                                                                                                                                                                                                         |              |           |
| <b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .                                                                                                                                                                                                                                                                                                                                          | <b>1b(1)</b> | <b>No</b> |
| <b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .                                                                                                                                                                                                                                                                                                                                    | <b>1b(2)</b> | <b>No</b> |
| <b>(3)</b> Rental of facilities, equipment, or other assets. . . . .                                                                                                                                                                                                                                                                                                                                                | <b>1b(3)</b> | <b>No</b> |
| <b>(4)</b> Reimbursement arrangements. . . . .                                                                                                                                                                                                                                                                                                                                                                      | <b>1b(4)</b> | <b>No</b> |
| <b>(5)</b> Loans or loan guarantees. . . . .                                                                                                                                                                                                                                                                                                                                                                        | <b>1b(5)</b> | <b>No</b> |
| <b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .                                                                                                                                                                                                                                                                                                                              | <b>1b(6)</b> | <b>No</b> |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .                                                                                                                                                                                                                                                                                                                  | <b>1c</b>    | <b>No</b> |
| <b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received. |              |           |

[illegible]

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

**b** If "Yes," complete the following schedule

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

|                                                                                                                                                  |                                                                                                    |                                                                                                |
|--------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| <p><b>Sign Here</b></p> <p>*****</p> <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/> <p>Signature of officer or trustee</p> | <p>2016-11-15</p> <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/> <p>Date</p> | <p>*****</p> <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/> <p>Title</p> |
|--------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|

May the IRS discuss this return with the preparer shown below

(see instr )? ☒ **Yes** ☐ **No**

|                                           |                                                                                                     |                      |      |                                                 |                   |
|-------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------|------|-------------------------------------------------|-------------------|
| <b>Paid<br/>Preparer<br/>Use<br/>Only</b> | Print/Type preparer's name<br>Shanna Reynolds                                                       | Preparer's Signature | Date | Check if self-employed <input type="checkbox"/> | PTIN<br>P00854273 |
|                                           | Firm's name <input type="checkbox"/><br>Crowe Horwath LLP                                           |                      |      | Firm's EIN <input type="checkbox"/>             |                   |
|                                           | Firm's address <input type="checkbox"/><br>55 Campau Ave NW Suite 500 Grand Rapids, MI<br>495032642 |                      |      | Phone no (616) 774-0774                         |                   |

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

| List and describe the kind(s) of property sold (e g , real estate,<br>(a) 2-story brick warehouse, or common stock, 200 shs MLC Co ) | How acquired<br>P—Purchase<br>(b) D—Donation | Date acquired<br>(c) (mo , day, yr ) | (d)<br>Date sold<br>(mo , day, yr ) |
|--------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|-------------------------------------|
| BG SHORT TERM                                                                                                                        |                                              |                                      |                                     |
| BG LONG TERM                                                                                                                         |                                              |                                      |                                     |
| NORTHERN TRUST ST                                                                                                                    |                                              |                                      |                                     |
| NORTHERN TRUST LT                                                                                                                    |                                              |                                      |                                     |
| NORTHERN TRUST ST                                                                                                                    |                                              |                                      |                                     |
| MICH-CAL SHORT TERM                                                                                                                  |                                              |                                      |                                     |
| MICH-CAL LONG TERM                                                                                                                   |                                              |                                      |                                     |
| CAPITAL GAIN DIVIDENDS                                                                                                               | P                                            |                                      |                                     |

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

| (e) Gross sales price | Depreciation allowed<br>(f) (or allowable) | Cost or other basis<br>(g) plus expense of sale | Gain or (loss)<br>(h) (e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 329                   |                                            | 0                                               | 329                                          |
| 0                     |                                            | 199                                             | -199                                         |
| 2,218,430             |                                            | 2,316,236                                       | -97,806                                      |
| 28,586,695            |                                            | 25,371,363                                      | 3,215,332                                    |
| 296                   |                                            | 0                                               | 296                                          |
| 0                     |                                            | 20,002                                          | -20,002                                      |
| 134,197               |                                            | 0                                               | 134,197                                      |
|                       |                                            |                                                 | 15,056                                       |

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

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                               | Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>(l) Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | Adjusted basis<br>(j) as of 12/31/69 | Excess of col (i)<br>(k) over col (j), if any |                                                                                              |
|                                                                                             |                                      |                                               | 329                                                                                          |
|                                                                                             |                                      |                                               | -199                                                                                         |
|                                                                                             |                                      |                                               | -97,806                                                                                      |
|                                                                                             |                                      |                                               | 3,215,332                                                                                    |
|                                                                                             |                                      |                                               | 296                                                                                          |
|                                                                                             |                                      |                                               | -20,002                                                                                      |
|                                                                                             |                                      |                                               | 134,197                                                                                      |
|                                                                                             |                                      |                                               |                                                                                              |

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

| Recipient                                                                                   | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution         | Amount    |
|---------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|------------------------------------------|-----------|
| Name and address (home or business)                                                         |                                                                                                           |                                |                                          |           |
| <b>a</b> <i>Paid during the year</i>                                                        |                                                                                                           |                                |                                          |           |
| Accion 10 Fawcett Street Suite 204<br>Cambridge,MA 02138                                    | NONE                                                                                                      | PC                             | general operating support                | 100       |
| Alliance for the Great Lakes<br>17 N State Street Suite 1390<br>Chicago,IL 60602            | NONE                                                                                                      | PC                             | general operating support                | 50,500    |
| Alzheimers Disease Research<br>22512 Gateway Center Drive<br>Clarksburg,MD 20871            | NONE                                                                                                      | PC                             | general operating support                | 100       |
| American Friends Service<br>1501 Cherry St<br>Philadelphia,PA 19102                         | NONE                                                                                                      | PC                             | general operating support                | 200       |
| American Heart Association<br>7272 Greenville Ave<br>Dallas,TX 75231                        | NONE                                                                                                      | PC                             | general operating support                | 100       |
| American Red Cross West Michigan<br>Region<br>4624 Packard Rd<br>Ann Arbor,MI 48108         | NONE                                                                                                      | PC                             | Disaster Services                        | 15,000    |
| Americares 88 Hamilton Ave<br>Stamford,CT 06902                                             | NONE                                                                                                      | PC                             | general operating support                | 100       |
| Arthritis National Research<br>Foundation<br>200 Oceangate Suite 830<br>Long Beach,CA 90802 | NONE                                                                                                      | PC                             | general operating support                | 100       |
| ASPCA 424 E 92nd Street<br>New York,NY 10128                                                | NONE                                                                                                      | PC                             | general operating support                | 100       |
| Beloit College Beloitier Fund<br>700 College Street<br>Beloit,WI 53511                      | NONE                                                                                                      | PC                             | general operating support                | 500       |
| Best Friends Animal Society<br>5001 Angel Canyon Rd<br>Kanab,UT 84741                       | NONE                                                                                                      | PC                             | general operating support                | 100       |
| Birch Creek Music Performance<br>Center<br>PO Box 230<br>Egg Harbor,WI 54209                | NONE                                                                                                      | PC                             | general operating support                | 200       |
| Blue Lake Fine Arts Camp<br>300 E Crystal Lake Rd<br>Twin Lake,MI 49457                     | NONE                                                                                                      | PC                             | GRSO Summer Performance &<br>Radio Tower | 108,000   |
| Camp Blodgett<br>1545 Buchanan Ave SW<br>Grand Rapids,MI 49507                              | NONE                                                                                                      | PC                             | Caretaker Residence                      | 25,850    |
| Center for Science in the Public<br>Interest<br>Dept DC PO Box 96611<br>Washington,DC 20077 | NONE                                                                                                      | PC                             | general operating support                | 100       |
| <b>Total . . . . . ▶ 3a</b>                                                                 |                                                                                                           |                                |                                          | 1,738,504 |



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

| Recipient                                                                          | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                               |                                                                                                           |                                |                                  |           |
| College Possible<br>1555 N Rivercenter Drive Suite 21<br>Milwaukee, WI 53212       | NONE                                                                                                      | PC                             | general operating support        | 200       |
| Council of Michigan Foundations<br>1 S Harbor Dr 3<br>Grand Haven, MI 49417        | NONE                                                                                                      | PC                             | Great Lakes Funder Collaboration | 3,000     |
| DA Blodgett For Children<br>2355 Knapp St NE<br>Grand Rapids, MI 49505             | NONE                                                                                                      | PC                             | Big Brother Big Sister Mentoring | 25,000    |
| Doctors without Borders<br>333 7th Avenue 2nd Floor<br>New York, NY 10001          | NONE                                                                                                      | PC                             | general operating support        | 500       |
| Elephant Sanctuary<br>183 Buck Hollow Road<br>Hohenwald, TN 38462                  | NONE                                                                                                      | PC                             | general operating support        | 200       |
| Environmental Defense Fund<br>257 Park Ave South<br>New York, NY 10010             | NONE                                                                                                      | PC                             | general operating support        | 200       |
| Esperanca 1911 West Earll Drive<br>Phoenix, AZ 85015                               | NONE                                                                                                      | PC                             | general operating support        | 100       |
| Exponent Philanthropy<br>1720 N St NW<br>Washington, DC 20036                      | NONE                                                                                                      | PC                             | general operating support        | 500       |
| FINCA International<br>1101 14th Street NW 11th Floor<br>Washington, DC 20005      | NONE                                                                                                      | PC                             | general operating support        | 100       |
| Florida Keys Land & Sea Trust<br>5550 Overseas Highway<br>Marathon, FL 33050       | NONE                                                                                                      | PC                             | general operating support        | 500       |
| Freshwater Future PO Box 2479<br>Petoskey, MI 49770                                | NONE                                                                                                      | PC                             | general operating support        | 100       |
| Friends of the Kal-Haven Trail<br>PO Box 156<br>Lawrence, MI 49064                 | NONE                                                                                                      | PC                             | general operating support        | 200       |
| Gentle Giants Draft Horse Rescue<br>PO Box 5058<br>Hagerstown, MD 21741            | NONE                                                                                                      | PC                             | general operating support        | 100       |
| Glaucoma Research Foundation<br>251 Post Street Ste 600<br>San Francisco, CA 94108 | NONE                                                                                                      | PC                             | general operating support        | 100       |
| Grand Rapids Art Museum<br>101 Monroe Center Street NW<br>Grand Rapids, MI 49503   | NONE                                                                                                      | PC                             | Winter Classical Series          | 20,000    |
| <b>Total . . . . . ▶ 3a</b>                                                        |                                                                                                           |                                |                                  | 1,738,504 |

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

| Recipient                                                                                    | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                                        | Amount    |
|----------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|-------------------------------------------------------------------------|-----------|
| Name and address (home or business)                                                          |                                                                                                           |                                |                                                                         |           |
| <b>a</b> <i>Paid during the year</i>                                                         |                                                                                                           |                                |                                                                         |           |
| Grand Rapids Ballet<br>341 Ellsworth Avenue SW<br>Grand Rapids, MI 49503                     | NONE                                                                                                      | PC                             | Sponsorship Musical Performances                                        | 60,000    |
| Grand Rapids Civic Theatre<br>30 Division Ave N<br>Grand Rapids, MI 49503                    | NONE                                                                                                      | PC                             | Scholarship Fund                                                        | 5,000     |
| Grand Rapids Symphony<br>300 Ottawa NW Suite 100<br>Grand Rapids, MI 49503                   | NONE                                                                                                      | PC                             | Principal Percussion Chair Sponsorship and 85th Season- Live Arts event | 114,485   |
| Grand Traverse Regional Land Conservancy<br>3860 N Long Lake Rd D<br>Traverse City, MI 49684 | NONE                                                                                                      | PC                             | Farms & Food                                                            | 50,000    |
| Grandville Arts & Humanities<br>644 Grandville Ave SW<br>Grand Rapids, MI 49503              | NONE                                                                                                      | PC                             | Music After School                                                      | 3,000     |
| Growing Power<br>5500 W Silver Spring Drive<br>Milwaukee, WI 53218                           | NONE                                                                                                      | PC                             | general operating support                                               | 500       |
| Habitat for Humanity 121 Habitat St<br>Americus, GA 317093498                                | NONE                                                                                                      | PC                             | general operating support                                               | 200       |
| Homes for Our Troops 6 Main Street<br>Taunton, MA 02780                                      | NONE                                                                                                      | PC                             | general operating support                                               | 200       |
| Horizon Home Care Hospice<br>8949 North Deerbrook Trail<br>Milwaukee, WI 53223               | NONE                                                                                                      | PC                             | general operating support                                               | 200       |
| Hospice of Michigan<br>989 Spaulding SE<br>Ada, MI 49301                                     | NONE                                                                                                      | PC                             | Second Degree-Second Career Scholarship Program                         | 10,000    |
| Human Rights Watch<br>350 Fifth Avenue 34th Floor<br>New York, NY 10118                      | NONE                                                                                                      | PC                             | general operating support                                               | 300       |
| Hunger Task Force<br>201 S Hawley Court<br>Milwaukee, WI 53214                               | NONE                                                                                                      | PC                             | general operating support                                               | 10,000    |
| Innocence Project Inc<br>40 Worth St Suite 701<br>New York, NY 10013                         | NONE                                                                                                      | PC                             | general operating support                                               | 200       |
| Interlochen Center for the Arts<br>PO Box 199<br>Interlochen, MI 49643                       | NONE                                                                                                      | PC                             | Camp Scholarships                                                       | 10,000    |
| International Crane Foundation<br>PO Box 447<br>Baraboo, WI 53913                            | NONE                                                                                                      | PC                             | general operating support                                               | 200       |
| <b>Total . . . . . ▶ 3a</b>                                                                  |                                                                                                           |                                |                                                                         | 1,738,504 |

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

| Recipient                                                                                      | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution   | Amount    |
|------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|------------------------------------|-----------|
| Name and address (home or business)                                                            |                                                                                                           |                                |                                    |           |
| <b>a</b> <i>Paid during the year</i>                                                           |                                                                                                           |                                |                                    |           |
| International Medical Corps<br>1919 Santa Monica Blvd Suite 400<br>Santa Monica, CA 90404      | NONE                                                                                                      | PC                             | general operating support          | 500       |
| International Planned Parenthood Federation<br>120 Wall Street 9th Floor<br>New York, NY 10005 | NONE                                                                                                      | PC                             | general operating support          | 500       |
| International Rescue Committee<br>122 East 42nd Street<br>New York, NY 10168                   | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT          | 200       |
| League of Women Voters Education Fund<br>1730 M Street NW Suite 1000<br>Washington, DC 20036   | NONE                                                                                                      | PC                             | Lake Michigan/ Great Lakes         | 300       |
| Leelanau Conservancy<br>105 1st Street<br>Leland, MI 49654                                     | NONE                                                                                                      | PC                             | Community Challenge & Palmer Woods | 216,666   |
| Lupus Foundation of America<br>2000 L Street NW Suite 410<br>Washington, DC 20036              | NONE                                                                                                      | PC                             | general operating support          | 100       |
| Mayflower Congregational Church<br>2345 Robinson Rd SE<br>Grand Rapids, MI 49506               | NONE                                                                                                      | PC                             | Chorus and Orchestra for Gloria    | 3,500     |
| Mequon Nature Preserve<br>8200 W County Line Road<br>Mequon, WI 53097                          | NONE                                                                                                      | PC                             | Restoration Projects               | 25,000    |
| MetroArts Inc<br>0240 SW Canby Street<br>Portland, OR 97219                                    | NONE                                                                                                      | PC                             | Young Artists Debut                | 10,000    |
| Michigan League of Conservation Voters Education F<br>3029 Miller Rd<br>Ann Arbor, MI 48103    | NONE                                                                                                      | PC                             | General Operating Support          | 5,000     |
| Milwaukee Chamber Theatre<br>158 N Broadway<br>Milwaukee, WI 53202                             | NONE                                                                                                      | PC                             | general operating support          | 200       |
| Milwaukee Habitat for Humanity<br>3726 North Booth Street<br>Milwaukee, WI 53212               | NONE                                                                                                      | PC                             | general operating support          | 300       |
| Milwaukee Repertory Theater<br>108 E Wells St<br>Milwaukee, WI 53202                           | NONE                                                                                                      | PC                             | general operating support          | 300       |
| Milwaukee Rescue Mission<br>830 N 19th Street<br>Milwaukee, WI 53233                           | NONE                                                                                                      | PC                             | general operating support          | 500       |
| National Audubon Society<br>225 Varick Street 7th Floor<br>New York, NY 10014                  | NONE                                                                                                      | PC                             | general operating support          | 200       |
| <b>Total . . . . . ▶ 3a</b>                                                                    |                                                                                                           |                                |                                    | 1,738,504 |

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

| Recipient                                                                                               | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|---------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                                     |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                    |                                                                                                           |                                |                                  |           |
| National Lung Cancer Partnership (Free to Breathe)<br>1 Point Place Suite 200<br>Madison, WI 53719      | NONE                                                                                                      | PC                             | general operating support        | 300       |
| National Parks Conservation Association<br>8 South Michigan Ave Suite 2900<br>Chicago, IL 60603         | NONE                                                                                                      | PC                             | HOW Scholarships                 | 15,000    |
| Natural Resources Defense Council<br>40 West 20th Street<br>New York, NY 10011                          | NONE                                                                                                      | PC                             | general operating support        | 200       |
| Natural Resources Foundation of Wisconsin<br>116 King St<br>Madison, WI 53703                           | NONE                                                                                                      | PC                             | general operating support        | 500       |
| Neu Life Community Resource Center<br>2014 W North Ave<br>Milwaukee, WI 53206                           | NONE                                                                                                      | PC                             | general operating support        | 200       |
| Nothing but Nets (UN Foundation)<br>PO Box 96539<br>Washington, DC 20077                                | NONE                                                                                                      | PC                             | general operating support        | 200       |
| NPH USA 134 North La Salle Street<br>Chicago, IL 606021036                                              | NONE                                                                                                      | PC                             | general operating support        | 200       |
| Ocean Conservancy<br>1300 19th Street NW<br>Washington, DC 20036                                        | NONE                                                                                                      | PC                             | general operating support        | 200       |
| Opera Grand Rapids<br>1320 East Fulton<br>Grand Rapids, MI 49503                                        | NONE                                                                                                      | PC                             | Children's Opera                 | 10,000    |
| Orbis Sightflight<br>520 8th Avenue 11th Floor<br>New York, NY 10018                                    | NONE                                                                                                      | PC                             | general operating support        | 400       |
| Oregon Public Broadcasting<br>7140 SW Madadam Ave<br>Portland, OR 97219                                 | NONE                                                                                                      | PC                             | general operating support        | 500       |
| Oregon Symphony<br>921 SW Washington Ste 200<br>Portland, OR 97205                                      | NONE                                                                                                      | PC                             | General Operating & Capacity     | 216,970   |
| Oxfam America<br>226 Causeway Street 5th Floor<br>Boston, MA 02114                                      | NONE                                                                                                      | PC                             | general operating support        | 300       |
| Ozaukee County Planning & Parks Department<br>121 W Main Street PO Box 994<br>Port Washington, WI 53074 | NONE                                                                                                      | GOV                            | Improvements to Local Ecology    | 18,500    |
| Ozaukee Washington Land Trust Inc<br>PO Box 917<br>West Bend, WI 53095                                  | NONE                                                                                                      | PC                             | Great Rivers Great Lakes         | 10,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                             |                                                                                                           |                                |                                  | 1,738,504 |

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

| Recipient                                                                           | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution       | Amount    |
|-------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------------|-----------|
| Name and address (home or business)                                                 |                                                                                                           |                                |                                        |           |
| <b>a</b> <i>Paid during the year</i>                                                |                                                                                                           |                                |                                        |           |
| Phoenix Society<br>1835 RW Berends Dr SW<br>Grand Rapids, MI 49519                  | NONE                                                                                                      | PC                             | World Burn Congress Scholarships       | 6,000     |
| Planned Parenthood Federation of America<br>434 W 33rd Street<br>New York, NY 10001 | NONE                                                                                                      | PC                             | general operating support              | 500       |
| Planned Parenthood of West & North Michigan<br>1003 Spring St<br>Petoskey, MI 49770 | NONE                                                                                                      | PC                             | Safer Choices                          | 15,000    |
| Planned Parenthood of Wisconsin Inc<br>3020 N Jackson Street<br>Milwaukee, WI 53202 | NONE                                                                                                      | PC                             | general operating support              | 500       |
| Project Hope 255 Carter Hall Lane<br>Millwood, VA 22646                             | NONE                                                                                                      | PC                             | general operating support              | 200       |
| Save the Children 54 Wilton Road<br>Westport, CT 06880                              | NONE                                                                                                      | PC                             | general operating support              | 500       |
| Sesame Workshop 1 Lincoln Plaza<br>New York, NY 10023                               | NONE                                                                                                      | PC                             | general operating support              | 100       |
| Sixteenth Street Community Health Centers<br>2906 S 20th St<br>Milwaukee, WI 43215  | NONE                                                                                                      | PC                             | Pulaski Park Programming & Restoration | 15,000    |
| Smile Train PO Box 96231<br>Washington, DC 20090                                    | NONE                                                                                                      | PC                             | general operating support              | 200       |
| Smithsonian Institution<br>PO Box 9016<br>Pittsfield, MA 01202                      | NONE                                                                                                      | PC                             | general operating support              | 100       |
| So Percussion 233 Norman Ave 309<br>Brooklyn, NY 11222                              | NONE                                                                                                      | PC                             | Summer Institute and Annual Fund       | 27,000    |
| Sojourner Family Peace Center<br>PO Box 080319<br>Milwaukee, WI 53208               | NONE                                                                                                      | PC                             | general operating support              | 300       |
| St Jude Children's Hospital<br>501 St Jude Place<br>Memphis, TN 38105               | NONE                                                                                                      | PC                             | general operating support              | 100       |
| Techno Serve 1 Mechanic Street<br>Norwalk, CT 06850                                 | NONE                                                                                                      | PC                             | general operating support              | 200       |
| The Carter Center<br>1 Copenhill 453 Freedom Pkwy<br>Atlanta, GA 30307              | NONE                                                                                                      | PC                             | general operating support              | 300       |
| <b>Total . . . . . ▶ 3a</b>                                                         |                                                                                                           |                                |                                        | 1,738,504 |

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

| Recipient                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                | Amount    |
|--------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|-------------------------------------------------|-----------|
| Name and address (home or business)                                                                    |                                                                                                           |                                |                                                 |           |
| <b>a</b> Paid during the year                                                                          |                                                                                                           |                                |                                                 |           |
| The Michael J Fox Foundation for Parkinson's Rese<br>PO Box 4777<br>New York, NY 10163                 | NONE                                                                                                      | PC                             | general operating support                       | 300       |
| The Nature Conservancy<br>101 E Grand River Ave<br>Lansing, MI 48906                                   | NONE                                                                                                      | PC                             | Eastern Lake Michigan Coastal Invasives Project | 5,000     |
| The Peabody Institute of the Johns Hopkins Univers<br>1 East Mount Vernon Place<br>Baltimore, MD 49519 | NONE                                                                                                      | PC                             | Percussion Department Scholarship & Programming | 60,000    |
| The Third Angle New Music Ensemble Inc<br>PO Box 28225<br>Portland, OR 97228                           | NONE                                                                                                      | PC                             | general operating support                       | 10,000    |
| United Performing Arts Fund<br>929 N Water Street<br>Milwaukee, WI 53202                               | NONE                                                                                                      | PC                             | general operating support                       | 300       |
| Urban Ecology Center<br>1500 E Park Place<br>Milwaukee, WI 53211                                       | NONE                                                                                                      | PC                             | Capital Project and general operating support   | 83,333    |
| UWM School of Freshwater Science (UWM Foundation)<br>600 E Greenfield Ave<br>Milwaukee, WI 53204       | NONE                                                                                                      | PC                             | Scholarship and Outreach                        | 40,000    |
| Vision Forward 912 Hawley road<br>Milwaukee, WI 53213                                                  | NONE                                                                                                      | PC                             | MUSIC THERAPY                                   | 5,000     |
| Volunteers of America of Wisconsin<br>1661 North Water Street Suite 401<br>Milwaukee, WI 53202         | NONE                                                                                                      | PC                             | general operating support                       | 300       |
| West Michigan Environmental Action Council<br>1007 Lake Dr SE<br>Grand Rapids, MI 49506                | NONE                                                                                                      | PC                             | Teach for Watershed                             | 5,000     |
| WGBH One Guest Street<br>Boston, MA 02135                                                              | NONE                                                                                                      | PC                             | general operating support                       | 300       |
| Wisconsin Humane Society Ozaukee Campus<br>630 W Dekora Street<br>Saukville, WI 53080                  | NONE                                                                                                      | PC                             | general operating support                       | 500       |
| Wisconsin League of Conservation Voters Institute<br>133 S Butler Street 320<br>Madison, WI 53703      | NONE                                                                                                      | PC                             | general operating support                       | 41,000    |
| WisconsinEye Public Affairs Network<br>122 West Washington Ave Suite 200<br>Madison, WI 53703          | NONE                                                                                                      | PC                             | City Built on Water Documentary                 | 2,000     |
| World Wildlife Fund<br>1250 24th Street NW<br>Washington, DC 20037                                     | NONE                                                                                                      | PC                             | general operating support                       | 300       |
| <b>Total . . . . . ▶ 3a</b>                                                                            |                                                                                                           |                                |                                                 | 1,738,504 |

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

| Recipient                                                                             | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                | Amount    |
|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|-------------------------------------------------|-----------|
| Name and address (home or business)                                                   |                                                                                                           |                                |                                                 |           |
| <b>a</b> Paid during the year                                                         |                                                                                                           |                                |                                                 |           |
| WUWM (UWM Foundation)<br>111 E Wisconsin Ave Suite 700<br>Milwaukee, WI 53202         | NONE                                                                                                      | PC                             | Environmental Reporter                          | 15,000    |
| YWCA West Central Michigan<br>25 Sheldon Boulevard SE<br>Grand Rapids, MI 49503       | NONE                                                                                                      | PC                             | YWCA Nurse Examiner Program and general support | 56,000    |
| Advocates of Ozaukee<br>PO Box 80166<br>Saukville, WI 53080                           | none                                                                                                      | PC                             | Capital Campaign                                | 10,000    |
| Blandford Nature Center<br>1715 Hillburn Ave NW<br>Grand Rapids, MI 49504             | NONE                                                                                                      | PC                             | Growing up Blandford Campaign                   | 100,000   |
| Children's Leukemia Foundation of MI<br>5455 Corporate Dr Suite 306<br>Troy, MI 48098 | NONE                                                                                                      | PC                             | Patient Service Programs                        | 2,000     |
| City Opera House 106 E Front St<br>Traverse City, MI 49684                            | NONE                                                                                                      | PC                             | General program support                         | 200       |
| Dairy Grazing Apprenticeship Inc<br>7234 GAD RD<br>Medford, WI 54451                  | NONE                                                                                                      | PC                             | Eastern WI Coordinator                          | 52,000    |
| Feeding America Eastern Wisconsin<br>1700 W Fond Du Lac Ave<br>Milwaukee, WI 53205    | NONE                                                                                                      | PC                             | General program support                         | 1,000     |
| Grand Valley State University<br>1 Campus Dr<br>Allendale, MI 49401                   | NONE                                                                                                      | PC                             | Scholarship                                     | 5,000     |
| Groundwork Milwaukee<br>1845 N Farwell Ave 100<br>milwaukee, WI 53202                 | none                                                                                                      | PC                             | Classroom Aquaculture                           | 6,000     |
| Horse North Rescue PO Box 76<br>Kingsley, MI 49649                                    | NONE                                                                                                      | PC                             | General program support                         | 300       |
| Humane Society International<br>2100 L St NW<br>Washington, DC 20037                  | NONE                                                                                                      | PC                             | General program support                         | 200       |
| Kent District Library<br>814 W River Center Dr NE<br>Comstock Park, MI 49321          | NONE                                                                                                      | PC                             | Play, Grow, Read program                        | 5,000     |
| Kent Education Foundation<br>2930 Knapp St NE<br>Grand Rapids, MI 49525               | NONE                                                                                                      | PC                             | Documentary                                     | 7,000     |
| Life Navigators 7203 W Center St<br>Wauwatosa, WI 53210                               | NONE                                                                                                      | PC                             | General program support                         | 200       |
| <b>Total . . . . . ▶ 3a</b>                                                           |                                                                                                           |                                |                                                 | 1,738,504 |

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

| Recipient                                                                           | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution        | Amount    |
|-------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|-----------------------------------------|-----------|
| Name and address (home or business)                                                 |                                                                                                           |                                |                                         |           |
| <b>a</b> <i>Paid during the year</i>                                                |                                                                                                           |                                |                                         |           |
| Massachusetts General Hospital<br>55 Fruit St<br>Boston, MA 02114                   | NONE                                                                                                      | PC                             | General program support                 | 500       |
| Mercy Corps PO Box 2669 Dept W<br>Portland,OR 97208                                 | NONE                                                                                                      | PC                             | General Program Support                 | 200       |
| Milwaukee Environmental Consortium<br>1845 N Farwell Ave 100<br>Milwaukee, WI 53202 | NONE                                                                                                      | PC                             | Milwaukee Water Commons<br>Water School | 5,000     |
| Milwaukee Riverkeeper<br>1845 N Farwell Ave 100<br>Milwaukee, WI 53202              | none                                                                                                      | PC                             | General program suppport                | 500       |
| Milwaukee Teacher Education Center<br>811 N Hawley Rd 110<br>Milwaukee, WI 53213    | none                                                                                                      | PC                             | MES Eco Campus Learning<br>Hub          | 10,000    |
| National Arbor Day Foundation<br>100 Arbor Avenue<br>Nebraska City,NE 68410         | none                                                                                                      | PC                             | General program support                 | 100       |
| Parallel 45 PO Box 1829<br>Traverse City,MI 49685                                   | none                                                                                                      | PC                             | General program Support                 | 200       |
| Prairie Biotic Research Inc<br>PO Box 5424<br>Madison, WI 53705                     | none                                                                                                      | PC                             | Small grants program                    | 1,000     |
| River Alliance of Wisconsin<br>147 S Butler Street Suite 2<br>Madison, WI 53703     | none                                                                                                      | PC                             | general program support                 | 500       |
| Riveredge Nature Center<br>4458 County Rd Y<br>Saukville, WI 53080                  | none                                                                                                      | PC                             | Milwaukee Riverbank<br>Restoration      | 15,000    |
| Second Chance Ranch and Rescue<br>Inc<br>5603 Church Rd<br>Boyne City,MI 49712      | None                                                                                                      | PC                             | General program support                 | 300       |
| Society for Freshwater Science<br>1520 SAINT OLAF AVE<br>NORTHFIELD,MN 55057        | none                                                                                                      | PC                             | Annual Conference                       | 2,500     |
| TART Trails Inc Po Box 252<br>Traverse City,MI 49685                                | none                                                                                                      |                                | General program support                 | 500       |
| The International School<br>025 SW Sherman Street<br>Portland,OR 97201              | none                                                                                                      | PC                             | Capital Campaign                        | 50,000    |
| The Nature Conservancy WI<br>633 W Main St<br>Madison, WI 53703                     | none                                                                                                      | PC                             | General program Support                 | 500       |
| <b>Total . . . . . ▶ 3a</b>                                                         |                                                                                                           |                                |                                         | 1,738,504 |



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

| Recipient                                                                                    | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|----------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or<br>business)                                                       |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i>                                                         |                                                                                                                    |                                      |                                     |           |
| USA for UNHCR<br>1775 K Street NW Suite 290<br>Washington,DC 20006                           | none                                                                                                               | PC                                   | General program Support             | 200       |
| University of WI Foundation - Nelson<br>Institute<br>1848 UNIVERSITY AVE<br>Madison,WI 53726 | none                                                                                                               | PC                                   | Tales from planet earth festival    | 5,000     |
| Virunga Fund Inc<br>50 Court Street Suite 712<br>Brooklyn,NY 11201                           | none                                                                                                               | PC                                   | General program Support             | 200       |
| Weyenberg Public Library Foundation<br>Inc<br>11345 N Cedarburg Rd<br>Mequon,WI 53092        | none                                                                                                               | PC                                   | General program support             | 200       |
| Wisconsin Wetlands Association<br>214 N Hamilton St Ste 201 Suite<br>201<br>Madison,WI 53703 | none                                                                                                               | PC                                   | Wetland Education                   | 14,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                  |                                                                                                                    |                                      |                                     | 1,738,504 |

## TY 2015 Accounting Fees Schedule

**Name:** The Brookby Foundation

**EIN:** 38-3202330

| Category        | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-----------------|--------|--------------------------|------------------------|---------------------------------------------|
| ACCOUNTING FEES | 1,610  | 805                      |                        | 805                                         |

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

## **TY 2015 Depreciation Schedule**

**Name:** The Brookby Foundation

**EIN:** 38-3202330

**TY 2015 Investments Corporate Bonds Schedule****Name:** The Brookby Foundation**EIN:** 38-3202330

| <b>Name of Bond</b> | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|---------------------|-------------------------------|--------------------------------------|
| OTHER BONDS         | 2,137,359                     | 2,084,057                            |
| CORPORATE BONDS     | 6,293,075                     | 6,262,557                            |

**TY 2015 Investments Corporate Stock Schedule****Name:** The Brookby Foundation**EIN:** 38-3202330

| <b>Name of Stock</b> | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|----------------------|-------------------------------|--------------------------------------|
| REAL ESTATE INTEREST | 0                             | 0                                    |
| SECURITIES           | 24,701,241                    | 24,344,041                           |

**TY 2015 Investments - Other Schedule****Name:** The Brookby Foundation**EIN:** 38-3202330

| Category/ Item            | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|---------------------------|-----------------------|------------|-------------------------------|
| MICH-CAL INVESTMENTS L.P. |                       | 1,712,489  | 2,087,733                     |
| COMMODITITES              |                       | 2,129,169  | 1,440,287                     |
| BGLP PARTNERSHIP INTEREST |                       | 291,687    | 289,575                       |

**TY 2015 Other Decreases Schedule****Name:** The Brookby Foundation**EIN:** 38-3202330

| Description | Amount |
|-------------|--------|
| ROUNDING    | 1      |

**TY 2015 Other Expenses Schedule****Name:** The Brookby Foundation**EIN:** 38-3202330

| Description                   | Revenue and Expenses<br>per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|-------------------------------|-----------------------------------|--------------------------|---------------------|------------------------------------------|
| PAYROLL PROCESSING FEES       | 492                               |                          |                     | 492                                      |
| DESIGN FEES                   | 150                               |                          |                     | 150                                      |
| MEMBERSHIPS                   | 4,882                             |                          |                     | 4,882                                    |
| UTILITIES                     | 212                               |                          |                     | 212                                      |
| DUES & SUBSCRIPTIONS          | 975                               |                          |                     | 975                                      |
| FEES                          | 10                                |                          |                     | 10                                       |
| OFFICE EXPENSES               | 1,045                             | 0                        | 0                   | 1,045                                    |
| INSURANCE                     | 314                               |                          |                     | 314                                      |
| BG INVESTMENT - NONDEDUCTIBLE | 41                                |                          |                     |                                          |
| MICH-CAL INV - NONDEDUCTIBLE  | 2,397                             |                          |                     |                                          |



**TY 2015 Other Income Schedule****Name:** The Brookby Foundation**EIN:** 38-3202330

| Description                     | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|---------------------------------|-----------------------------------|--------------------------|---------------------|
| miscellaneous investment income | 939                               | 939                      |                     |

**TY 2015 Other Professional Fees Schedule****Name:** The Brookby Foundation**EIN:** 38-3202330

| <b>Category</b> | <b>Amount</b> | <b>Net Investment<br/>Income</b> | <b>Adjusted Net<br/>Income</b> | <b>Disbursements for<br/>Charitable<br/>Purposes</b> |
|-----------------|---------------|----------------------------------|--------------------------------|------------------------------------------------------|
| INVESTMENT FEES | 46,599        | 46,599                           |                                |                                                      |

**TY 2015 Taxes Schedule****Name:** The Brookby Foundation**EIN:** 38-3202330

| <b>Category</b>              | <b>Amount</b> | <b>Net Investment<br/>Income</b> | <b>Adjusted Net<br/>Income</b> | <b>Disbursements for<br/>Charitable<br/>Purposes</b> |
|------------------------------|---------------|----------------------------------|--------------------------------|------------------------------------------------------|
| NORTHERN TRUST FOREIGN TAXES | 11,093        | 11,093                           |                                |                                                      |
| BG FOREIGN TAXES             | 6             | 6                                |                                |                                                      |
| FEDERAL TAXES                | 27,900        |                                  |                                |                                                      |
| MICH-CAL FOREIGN TAXES       | 150           | 150                              |                                |                                                      |

|                                                                                                                                            |                                                                                                                                                                                                                                                        |                                             |
|--------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------|
| <div><div>Schedule B</div><div>(Form 990, 990-EZ, or 990-PF)</div><div>Department of the Treasury<br/>Internal Revenue Service</div></div> | <div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a></div> | <div>OMB No 1545-0047</div> <div>2015</div> |
|--------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------|

|                                                                       |                                                                 |
|-----------------------------------------------------------------------|-----------------------------------------------------------------|
| <div>Name of the organization</div> <div>The Brookby Foundation</div> | <div>Employer identification number</div> <div>38-3202330</div> |
|-----------------------------------------------------------------------|-----------------------------------------------------------------|

Organization type (check one)

|                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|----------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <div>Filers of:</div> <div>Form 990 or 990-EZ</div> <div>Form 990-PF</div> | <div>Section:</div> <div><input type="checkbox"/> 501(c)( ) (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div> <div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div> |
|----------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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 other 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 33<sup>1</sup>/<sub>3</sub>% 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

|                                                       |                                                     |
|-------------------------------------------------------|-----------------------------------------------------|
| <b>Name of organization</b><br>The Brookby Foundation | <b>Employer identification number</b><br>38-3202330 |
|-------------------------------------------------------|-----------------------------------------------------|

| Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed |                                   |                            |                                               |
|-----------------------------------------------------------------------------------------------------|-----------------------------------|----------------------------|-----------------------------------------------|
| (a)<br>No.                                                                                          | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution                   |
| 1                                                                                                   |                                   | \$ 1,736,548               | Person <input checked="" type="checkbox"/>    |
|                                                                                                     | CLAT ANNUITY                      |                            | Payroll <input type="checkbox"/>              |
|                                                                                                     | PO Box 803878                     |                            | Noncash <input type="checkbox"/>              |
|                                                                                                     | Chicago, IL 60680                 |                            | (Complete Part II for noncash contributions ) |
| (a)<br>No.                                                                                          | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution                   |
|                                                                                                     |                                   | \$                         | Person <input type="checkbox"/>               |
|                                                                                                     |                                   |                            | Payroll <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | Noncash <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | (Complete Part II for noncash contributions ) |
| (a)<br>No.                                                                                          | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution                   |
|                                                                                                     |                                   | \$                         | Person <input type="checkbox"/>               |
|                                                                                                     |                                   |                            | Payroll <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | Noncash <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | (Complete Part II for noncash contributions ) |
| (a)<br>No.                                                                                          | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution                   |
|                                                                                                     |                                   | \$                         | Person <input type="checkbox"/>               |
|                                                                                                     |                                   |                            | Payroll <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | Noncash <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | (Complete Part II for noncash contributions ) |
| (a)<br>No.                                                                                          | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution                   |
|                                                                                                     |                                   | \$                         | Person <input type="checkbox"/>               |
|                                                                                                     |                                   |                            | Payroll <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | Noncash <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | (Complete Part II for noncash contributions ) |
| (a)<br>No.                                                                                          | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution                   |
|                                                                                                     |                                   | \$                         | Person <input type="checkbox"/>               |
|                                                                                                     |                                   |                            | Payroll <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | Noncash <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | (Complete Part II for noncash contributions ) |
| (a)<br>No.                                                                                          | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution                   |
|                                                                                                     |                                   | \$                         | Person <input type="checkbox"/>               |
|                                                                                                     |                                   |                            | Payroll <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | Noncash <input type="checkbox"/>              |
|                                                                                                     |                                   |                            | (Complete Part II for noncash contributions ) |

|                                                       |                                                         |
|-------------------------------------------------------|---------------------------------------------------------|
| <b>Name of organization</b><br>The Brookby Foundation | <b>Employer identification number</b><br><br>38-3202330 |
|-------------------------------------------------------|---------------------------------------------------------|

|                                                                                                                            |                                                            |                                                              |                                    |
|----------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|--------------------------------------------------------------|------------------------------------|
| <b>Part II</b> <b>Noncash Property</b><br>(see instructions) Use duplicate copies of Part II if additional space is needed |                                                            |                                                              |                                    |
| <b>(a)</b><br><b>No. from Part I</b>                                                                                       | <b>(b)</b><br><b>Description of noncash property given</b> | <b>(c)</b><br><b>FMV (or estimate)</b><br>(see instructions) | <b>(d)</b><br><b>Date received</b> |
|                                                                                                                            |                                                            | \$                                                           |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
| <b>(a)</b><br><b>No. from Part I</b>                                                                                       | <b>(b)</b><br><b>Description of noncash property given</b> | <b>(c)</b><br><b>FMV (or estimate)</b><br>(see instructions) | <b>(d)</b><br><b>Date received</b> |
|                                                                                                                            |                                                            | \$                                                           |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
| <b>(a)</b><br><b>No. from Part I</b>                                                                                       | <b>(b)</b><br><b>Description of noncash property given</b> | <b>(c)</b><br><b>FMV (or estimate)</b><br>(see instructions) | <b>(d)</b><br><b>Date received</b> |
|                                                                                                                            |                                                            | \$                                                           |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
| <b>(a)</b><br><b>No. from Part I</b>                                                                                       | <b>(b)</b><br><b>Description of noncash property given</b> | <b>(c)</b><br><b>FMV (or estimate)</b><br>(see instructions) | <b>(d)</b><br><b>Date received</b> |
|                                                                                                                            |                                                            | \$                                                           |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
| <b>(a)</b><br><b>No. from Part I</b>                                                                                       | <b>(b)</b><br><b>Description of noncash property given</b> | <b>(c)</b><br><b>FMV (or estimate)</b><br>(see instructions) | <b>(d)</b><br><b>Date received</b> |
|                                                                                                                            |                                                            | \$                                                           |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
| <b>(a)</b><br><b>No. from Part I</b>                                                                                       | <b>(b)</b><br><b>Description of noncash property given</b> | <b>(c)</b><br><b>FMV (or estimate)</b><br>(see instructions) | <b>(d)</b><br><b>Date received</b> |
|                                                                                                                            |                                                            | \$                                                           |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
| <b>(a)</b><br><b>No. from Part I</b>                                                                                       | <b>(b)</b><br><b>Description of noncash property given</b> | <b>(c)</b><br><b>FMV (or estimate)</b><br>(see instructions) | <b>(d)</b><br><b>Date received</b> |
|                                                                                                                            |                                                            | \$                                                           |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |
|                                                                                                                            |                                                            |                                                              |                                    |

|                                                |                                              |
|------------------------------------------------|----------------------------------------------|
| Name of organization<br>The Brookby Foundation | Employer identification number<br>38-3202330 |
|------------------------------------------------|----------------------------------------------|

**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)<br>No.from Part I                 | (b) Purpose of gift                   | (c) Use of gift                     | (d) Description of how gift is held      |
|---------------------------------------|---------------------------------------|-------------------------------------|------------------------------------------|
| -                                     | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> | <div></div> <div></div> <div></div>      |
|                                       | (e) Transfer of gift                  |                                     |                                          |
|                                       | Transferee's name, address, and ZIP 4 |                                     | Relationship of transferor to transferee |
|                                       | <div></div> <div></div> <div>--</div> | <div></div> <div></div> <div></div> |                                          |
| (a)<br>No.from Part I                 | (b) Purpose of gift                   | (c) Use of gift                     | (d) Description of how gift is held      |
|                                       | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> | <div></div> <div></div> <div></div>      |
|                                       | (e) Transfer of gift                  |                                     |                                          |
|                                       | Transferee's name, address, and ZIP 4 |                                     | Relationship of transferor to transferee |
| <div></div> <div></div> <div>--</div> | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> |                                          |
| (a)<br>No.from Part I                 | (b) Purpose of gift                   | (c) Use of gift                     | (d) Description of how gift is held      |
|                                       | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> | <div></div> <div></div> <div></div>      |
|                                       | (e) Transfer of gift                  |                                     |                                          |
|                                       | Transferee's name, address, and ZIP 4 |                                     | Relationship of transferor to transferee |
| <div></div> <div></div> <div>--</div> | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> |                                          |
| (a)<br>No.from Part I                 | (b) Purpose of gift                   | (c) Use of gift                     | (d) Description of how gift is held      |
|                                       | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> | <div></div> <div></div> <div></div>      |
|                                       | (e) Transfer of gift                  |                                     |                                          |
|                                       | Transferee's name, address, and ZIP 4 |                                     | Relationship of transferor to transferee |
| <div></div> <div></div> <div>--</div> | <div></div> <div></div> <div></div>   | <div></div> <div></div> <div></div> |                                          |