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Return of Private Foundation

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

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

2015

For calendar year 2015 or tax year beginning

JUL 1, 2015

, and ending

JUN 30, 2016

Name of foundation

THE MILL FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

P O BOX 16388

A Employer identification number

30-0177875

B Telephone number

815-282-7738

City or town, state or province, country, and ZIP or foreign postal code

LOVES PARK, IL 61132

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeH Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method: Cash Accrual
(from Part II, col. (c), line 16) Other (specify) **1,951,996.** (Part I, column (d) must be on cash basis)C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	1,500.		N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3					
4	Dividends and interest from securities	62,916.	62,916.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	13,987.			
b	Gross sales price for all assets on line 6a	1,641,195.			
7	Capital gain net income (from Part IV, line 2)		13,987.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income		-10,593.		STATEMENT 2
12	Total Add lines 1 through 11	78,403.	66,310.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	STMT 3	35.	0.	35.
b	Accounting fees	STMT 4	1,025.	513.	513.
c	Other professional fees	STMT 5	22,378.	17,393.	4,985.
17	Interest				
18	Taxes	STMT 6	1,856.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 7	995.	0.	995.
24	Total operating and administrative expenses. Add lines 13 through 23		26,289.	17,906.	6,528.
25	Contributions, gifts, grants paid		95,270.		194,770.
26	Total expenses and disbursements. Add lines 24 and 25		121,559.	17,906.	201,298.
27	Subtract line 26 from line 12:		-43,156.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		48,404.		
c	Adjusted net income (if negative, enter -0-)			N/A	

6/31

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing		8,444.	12,164.	12,164.
2	Savings and temporary cash investments		92,303.	142,028.	142,028.
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations				
b	Investments - corporate stock	STMT 8	1,252,539.	1,111,026.	1,111,026.
c	Investments - corporate bonds	STMT 9	635,762.	669,133.	669,133.
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans		159,200.		
13	Investments - other	STMT 10	70,106.	17,645.	17,645.
14	Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,218,354.	1,951,996.	1,951,996.
Liabilities					
17	Accounts payable and accrued expenses		2,066.	456.	
18	Grants payable		109,500.	10,000.	
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ►)				
			111,566.	10,456.	
Net Assets or Fund Balances					
23	Total liabilities (add lines 17 through 22)				
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
24	Unrestricted		2,106,788.	1,941,540.	
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		2,106,788.	1,941,540.	
	31 Total liabilities and net assets/fund balances		2,218,354.	1,951,996.	

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	2,106,788.
2	Enter amount from Part I, line 27a	2	-43,156.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	2,063,632.
5	Decreases not included in line 2 (itemize) ► UNREALIZED LOSS	5	122,092.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,941,540.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,641,195.		1,627,208.	13,987.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			13,987.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	13,987.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	133,275.	2,188,651.	.060894
2013	63,581.	2,226,010.	.028563
2012	92,634.	2,109,883.	.043905
2011	109,760.	1,990,349.	.055146
2010	108,301.	2,157,570.	.050196

2 Total of line 1, column (d)

2 .238704

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years
the foundation has been in existence if less than 5 years

3 .047741

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5

4 1,930,141.

5 Multiply line 4 by line 3

5 92,147.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 484.

7 Add lines 5 and 6

7 92,631.

8 Enter qualifying distributions from Part XII, line 4

8 201,298.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

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

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2015 estimated tax payments and 2014 overpayment credited to 2015

6a	315.
6b	
6c	
6d	

b Exempt foreign organizations - tax withheld at source

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

d Backup withholding erroneously withheld

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

8 Enter any **penalty** for underpayment of estimated tax. Check here if Form 2220 is attached9 Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ►

Refunded ►

7	315.
8	
9	169.
10	
11	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes	No
1a	X
1b	X

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

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

1c	X
----	---

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2	X
---	---

*If "Yes," attach a detailed description of the activities.*3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

3	X
---	---

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a	X
----	---

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b	
----	--

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5	X
---	---

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

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6	X
---	---

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7	X
---	---

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

8a	
----	--

ILb If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*

8b	X
----	---

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

9	X
---	---

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

10	X
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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.THEMILLFOUNDATION.ORG</u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
14	The books are in care of ► <u>DAVID LEEZER</u> Telephone no. ► <u>815-978-0438</u> Located at ► <u>325 SHAW STREET, ROCKFORD, IL</u> ZIP+4 ► <u>61104</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► <u>15</u>	► <input type="checkbox"/> N/A
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	► <input type="checkbox"/>
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1b	<input checked="" type="checkbox"/> X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ► _____, _____, _____, _____, _____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/> X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	<input checked="" type="checkbox"/> X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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 If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> No	5b
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a 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 Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	6b	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.	0.	0.

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

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

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

► 0
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Part VIII

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

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

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

Total number of others receiving over \$50,000 for professional services ► 0

Part IX-A Summary of Direct Charitable Activities

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

1	N/A	Expenses
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3 ► 0.		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,945,143.
b	Average of monthly cash balances	1b	14,391.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,959,534.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,959,534.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,393.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,930,141.
6	Minimum investment return. Enter 5% of line 5	6	96,507.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	96,507.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	484.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	484.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	96,023.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	96,023.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	96,023.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	201,298.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	201,298.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	484.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	200,814.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				96,023.
2 Undistributed income, if any, as of the end of 2015			16,974.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 201,298.			16,974.	
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2015 distributable amount				96,023.
e Remaining amount distributed out of corpus		88,301.		
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:		88,301.		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.		
8 Excess distributions carryover from 2010 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a		88,301.		
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		88,301.		

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

N/A

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

1

4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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

c. Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BOY SCOUTS OF AMERICA-BLACKHAWK COUNCIL 2820 MCFARLAND RD ROCKFORD, IL 61107	NONE	PC	SEE STATEMENT	10,000.
BOYS AND GIRLS CLUB OF ROCKFORD 1040 NORTH 2ND STREET ROCKFORD, IL 61107	NONE	PC	SEE STATEMENT	23,500.
CHILDREN'S HOME & AID-NORTHERN REGION 910 2ND AVENUE ROCKFORD, IL 61107	NONE	PC	SEE STATEMENT	7,500.
KEN-ROCK COMMUNITY CENTER 3218 11TH ST #1 ROCKFORD, IL 61109	NONE	PC	SEE STATEMENT	11,000.
MELD 107 NORTH 3RD STREET ROCKFORD, IL 61107	NONE	PC	SEE STATEMENT	10,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 194,770.
b Approved for future payment				
ROCKFORD REACHOUT JAIL MINISTRY 650 W STATE ST ROCKFORD, IL 61102	NONE	PC	SEE STATEMENT	10,000.
Total	► 3b			10,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	62,916.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900099	-1,630.	41		
8 Gain or (loss) from sales of assets other than inventory			18	13,987.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-1,630.		76,903.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		75,273.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

THE MILL FOUNDATION

30-0177875

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NORTHERN ILLINOIS FOOD BANK 273 DEARBORN COURT GENEVA, IL 60134	NONE	PC	TO PROVIDE SUPPORT OF THE BACKPACK PROGRAM SERVING LOW-INCOME CHILDREN IN WINNEBAGO COUNTY.	10,000.
NORTHWEST COMMUNITY CENTER 1325 N JOHNSON AVE ROCKFORD, IL 61101	NONE	PC	TO PROVIDE SUPPORT TO THEIR NEW AFTER SCHOOL PROGRAM FOR GRADE SCHOOL TO MIDDLE SCHOOL YOUTHS FROM 3PM	27,500.
PATRIOT'S GATEWAY COMMUNITY CENTER 615 S 5TH ST ROCKFORD, IL 61104	NONE	PC	TO PROVIDE FUNDING FOR A NEIGHBORHOOD CENTER THAT PROVIDES LIFE ENRICHING OPPORTUNITIES FOR	10,000.
REMEDIES RENEWING LIVES 516 GREEN STREET ROCKFORD, IL 61102	NONE	PC	TO FUND A PORTION OF A COUNSELOR'S POSITION TO SERVE WALK-IN SURVIVORS WHO WOULD OTHERWISE BE	15,270.
ROCKFORD REACHOUT JAIL MINISTRY 650 W STATE ST ROCKFORD, IL 61102	NONE	PC	TO PROVIDE CASE MANAGEMENT SERVICES TO YOUTH AGES 10-17 WHO ARE AT RISK FOR INVOLVEMENT IN	15,000.
ROCKFORD SEXUAL ASSAULT COUNSELING, INC. 4990 E STATE STREET ROCKFORD, IL 61108	NONE	PC	TO PROVIDE 24-HOUR CRISIS INTERVENTION, COUNSELING SERVICES AND ADVOCACY SUPPORT FOR SURVIVORS OF	20,000.
TEENS 'N TRANSITION - RAMP 202 MARKET STREET ROCKFORD, IL 61107	NONE	PC	TO PROVIDE ENHANCED OUTCOMES OF HIGH SCHOOL STUDENTS WITH DISABILITIES.	10,000.
WINNEBAGO COUNTY CASA 403 ELM STREET ROCKFORD, IL 61101	NONE	PC	TO PROVIDE FUNDING FOR THE VOLUNTEER PROGRAM FOR ABUSED AND NEGLECTED CHILDREN.	25,000.
Total from continuation sheets				132,770.

Part XV | Supplementary Information

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

NAME OF RECIPIENT - BOYS AND GIRLS CLUB OF ROCKFORDTO PROVIDE YOUTH WITH OPPORTUNITIES FOR GROWTH THROUGH ACADEMIC
SUCCESS, GOOD CHARACTER AND LEADERSHIP AND HEALTHY LIFESTYLES.NAME OF RECIPIENT - KEN-ROCK COMMUNITY CENTERTO PROVIDE FUNDING FOR A NEIGHBORHOOD CENTER THAT PROVIDES LIFE
ENRICHING OPPORTUNITIES FOR THOSE IN THE SURROUNDING AREANAME OF RECIPIENT - MELDGUIDING YOUNG PARENTS TO BUILD A STRONG FAMILY AND LEAD A RESPONSIBLE
LIFE BY PROVIDING SHELTER, EDUCATION AND LIFE SKILLS TRAINING.NAME OF RECIPIENT - NORTHWEST COMMUNITY CENTERTO PROVIDE SUPPORT TO THEIR NEW AFTER SCHOOL PROGRAM FOR GRADE SCHOOL
TO MIDDLE SCHOOL YOUTHS FROM 3PM TO 6PM.NAME OF RECIPIENT - PATRIOT'S GATEWAY COMMUNITY CENTERTO PROVIDE FUNDING FOR A NEIGHBORHOOD CENTER THAT PROVIDES LIFE
ENRICHING OPPORTUNITIES FOR THOSE IN THE SURROUNDING AREANAME OF RECIPIENT - REMEDIES RENEWING LIVESTO FUND A PORTION OF A COUNSELOR'S POSITION TO SERVE WALK-IN SURVIVORS
WHO WOULD OTHERWISE BE WAIT-LISTED UNTIL SERVED.NAME OF RECIPIENT - ROCKFORD REACHOUT JAIL MINISTRYTO PROVIDE CASE MANAGEMENT SERVICES TO YOUTH AGES 10-17 WHO ARE AT RISK
FOR INVOLVEMENT IN VIOLENCE/GANG ACTIVITY.

Part XV Supplementary Information

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

NAME OF RECIPIENT - ROCKFORD SEXUAL ASSAULT COUNSELING, INC.TO PROVIDE 24-HOUR CRISIS INTERVENTION, COUNSELING SERVICES ANDADVOCACY SUPPORT FOR SURVIVORS OF SEXUAL ASSAULT AND SEXUAL ABUSE.

Part XV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ROCKFORD REACHOUT JAIL MINISTRY

TO PROVIDE CASE MANAGEMENT SERVICES TO YOUTH AGES 10-17 WHO ARE AT RISK FOR INVOLVEMENT IN VIOLENCE/GANG ACTIVITY.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ITI STRATEGIES, INC.	62,916.	0.	62,916.	62,916.	
TO PART I, LINE 4	62,916.	0.	62,916.	62,916.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ICON EQUIPMENT & CORPORATE INFRASTRUCTURE FUND FOURTEEN, LP	0.	-10,313.	
DC LIQUIDATING TRUST	0.	-280.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	-10,593.	

FORM 990-PF	LEGAL FEES	STATEMENT	3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	35.	0.		35.
TO FM 990-PF, PG 1, LN 16A	35.	0.		35.

THE MILL FOUNDATION

30-0177875

FORM 990-PF

ACCOUNTING FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,025.	513.		513.
TO FORM 990-PF, PG 1, LN 16B	1,025.	513.		513.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER VARIOUS PROFESSIONAL FEES	4,985.	0.		4,985.
INVESTMENT FEES	17,393.	17,393.		0.
TO FORM 990-PF, PG 1, LN 16C	22,378.	17,393.		4,985.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	1,856.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,856.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	995.	0.		995.
TO FORM 990-PF, PG 1, LN 23	995.	0.		995.

THE MILL FOUNDATION

30-0177875

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ITI STRATEGIES, INC	1,111,026.	1,111,026.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,111,026.	1,111,026.

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ITI STRATEGIES, INC	669,133.	669,133.
TOTAL TO FORM 990-PF, PART II, LINE 10C	669,133.	669,133.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ITI STRATEGIES, INC	FMV	17,645.	17,645.
TOTAL TO FORM 990-PF, PART II, LINE 13		17,645.	17,645.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CYRS, DAVID PO BOX 319 ROCKTON, IL 61072	DIRECTOR 0.50	0.	0.	0.
BAUDHUIN, THOMAS PO BOX 319 ROCKTON, IL 61072	CHAIRMAN 0.50	0.	0.	0.
LEEZER, DAVID PO BOX 319 ROCKTON, IL 61072	TREASURER 0.50	0.	0.	0.
ROSE, THOMAS PO BOX 319 ROCKTON, IL 61072	SECRETARY 0.50	0.	0.	0.
DIAZ, LORI PO BOX 319 ROCKTON, IL 61072	DIRECTOR 0.50	0.	0.	0.
ECKLUND, CARL PO BOX 319 ROCKTON, IL 61072	VICE-CHAIRMAN 0.50	0.	0.	0.
FURST, DARLENE PO BOX 319 ROCKTON, IL 61072	DIRECTOR 0.50	0.	0.	0.
MARSHALL-KNUTSON, CHERYL PO BOX 319 ROCKTON, IL 61072	DIRECTOR 0.50	0.	0.	0.
MUEHLFELDER, FRED PO BOX 319 ROCKTON, IL 61072	DIRECTOR 0.50	0.	0.	0.
WHAM, MARY ANN PO BOX 319 ROCKTON, IL 61072	DIRECTOR 0.50	0.	0.	0.
JOHNSON, SCOTT PO BOX 319 ROCKTON, IL 61072	DIRECTOR 0.50	0.	0.	0.

THE MILL FOUNDATION

30-0177875

STEURER, CASSI
PO BOX 319
ROCKTON, IL 61072

DIRECTOR
0.50

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THOMAS BAUDHUIN
P.O. BOX 319
ROCKTON, IL 61072

TELEPHONE NUMBER NAME OF GRANT PROGRAM

815-282-7738 THE MILL FOUNDATION TO BENEFIT OUR COMMUNITY YOUTH

FORM AND CONTENT OF APPLICATIONS

GRANT APPLICATION FORM AVAILABLE ON THE ORGANIZATION'S WEBSITE.

ANY SUBMISSION DEADLINES

JANUARY 2ND AND JULY 1ST OF EACH YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS MUST BE COMPATIBLE WITH THE MISSION STATEMENT OF THE ORGANIZATION, THE APPLICANTS MUST BE 501(C)(3) ORGANIZATIONS. THE APPLICANTS MUST PROVIDE SERVICES IN THE GREATER ROCKFORD AREA, AND THEY MUST BE ABLE TO PROVIDE A REPORT ON MEASURABLE OUTCOMES.

Report Package 3

Mill Foundation
P.O. Box 16388
Loves Park, IL 61132

Mr. Lawrence Denoia
ITI Strategies, Inc.
994 Main Street
Peekskill, NY 10566
914-734-2800

Combined Account Portfolio
Period: 07/01/2015-06/30/2016
Created: 05/09/2017

Portfolio Snapshot

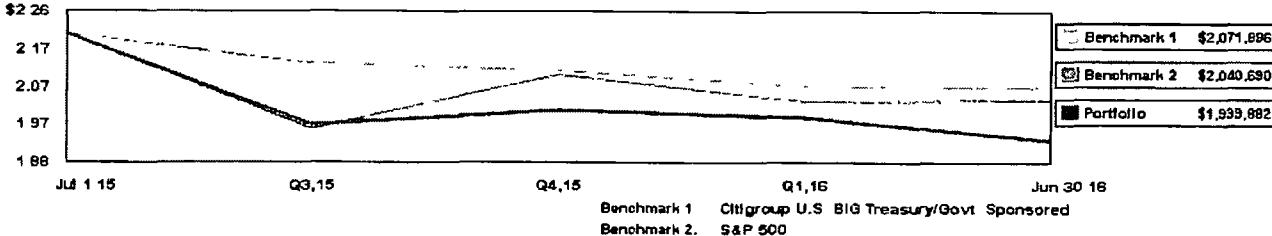
As of: 06/30/2016	Since Start Date(\$)	Last Year(\$)	YTD(\$)	Last Qtr(\$)	Selected Period(\$)
Portfolio Value	07/13/2010	2015	06/30/16	Q1,2016	07/01/15 - 06/30/16
\$1,939,882.35					
Beginning Value	0.00	2,174,853.01	2,016,013.22	2,016,013.22	2,209,913.85
Net Contributions	1,334,134.29	-109,390.78	-145,721.66	-98,721.65	-255,124.42
Change in Value	605,748.06	-49,449.00	69,590.78	79,038.33	-14,907.08
Ending Value	1,939,882.35	2,016,013.22	1,939,882.35	1,996,329.90	1,939,882.35
Investment Return	5.57%	-2.32%	3.59%	3.98%	-0.72%

Performance By Account

Acct Number	Start Date	Value(\$)	Allocation(%)	Since Start Date(%)	Last Year(%)	YTD(%)	Last Qtr(%)	Selected Period(%)
		06/30/16	06/30/16		2015	06/30/16	Q1,2016	07/01/15 - 06/30/16
12383751	07/30/2010	1,096,048.58	56.5	7.74	-2.97	2.68	1.30	-2.19
42001511	12/23/2014	288,825.86	14.9	-3.29	-0.38	-4.16	-6.08	-8.23
63143259	07/30/2010	218,215.51	11.2	3.34	-3.41	4.10	3.57	0.53
27812355	03/28/2011	128,653.88	6.6	2.57	-3.75	10.75	5.44	5.67
49650171	07/13/2010	95,303.49	4.9	6.72	3.23	47.19	40.58	39.33
52202792	12/05/2011	93,489.03	4.8	0.26	-6.05	1.54	-0.09	-5.35
00000201578	06/30/2016	19,346.00	1.0	-61.31	N/A	-61.31*	N/A	-61.31*

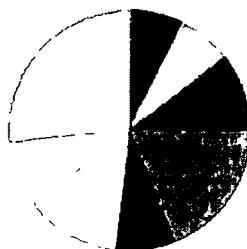
Portfolio and Benchmark Selected Period 07/01/2015-06/30/2016

Portfolio Value (millions)

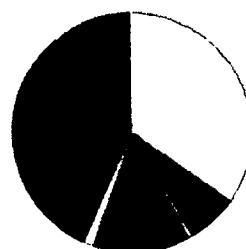


Asset Allocation As of: 06/30/16 100% = \$1,939,882

Investment Objective



Asset Type



Investment Objective

	Amount(\$)	Alloc(%)
CASH	142,138.38	7.3
NON-US BOND	136,542.78	7.0
NON-US DEVELOPED MARKETS	210,440.70	10.8
US INVESTMENT GRADE BOND	361,967.77	18.7
US LARGE CAP VALUE EQUITY	158,730.15	8.2
US MID CAP EQUITY	250,820.38	12.9
US SMALL CAP EQUITY	161,048.44	8.3
OTHER	518,193.74	26.7

Asset Type

	Amount(\$)	Alloc(%)
BONDS	669,132.80	34.5
CASH	142,027.98	7.3
NON-US STOCKS	265,737.96	13.7
OTHER	17,645.47	0.9
US STOCKS	845,338.14	43.6

Report Package 3

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Mr. Lawrence Denola
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994 Main Street
Peekskill, NY 10566
914-734-2800

Combined Account Portfolio
Period: 06/30/2016
Created: 05/09/2017

Holdings by Investor

Mill Foundation

Acct Name: THE MILL FOUNDATION 9900 N ALPINE RD MACHESNEY PK IL 61115-8211

Acct No:00000201578

Acct Type:Corporations

Asset Name	Ticker	Asset Type	Mgt. Name	Quantity	Price (\$)	Value (\$)
ICON EQUIP&CORP INFRAS FD LP UNIT LTD PARTN		US STOCKS	ICON CAPITAL CORP	50.00	386.92	19,346.00
				Account Total		\$19,346.00

Acct Name: THE MILL FOUNDATION A NON-PROFIT ORGANIZATION --CLARK CAPITAL MANAGEMENT GRO P.O. BOX 16388 LOVES PARK IL 61132

Acct No:27812355

Acct Type:Non-Profit Organization

Asset Name	Ticker	Asset Type	Mgt. Name	Quantity	Price (\$)	Value (\$)
BROKERAGE MONEY MARKET		CASH	BROKERAGE MONEY MARKET	3,432.04	1.00	3,432.04
ISHARES TR IBOXX HI YD ETF	HYG	BONDS		736.00	84.70	62,339.20
SPDR SER TR BLOOMBERG SRT TR	SJNK	BONDS		427.00	26.99	11,524.73
SPDR SERIES TRUST BLOOMBERG BRCLYS	JNK	BONDS		1,439.00	35.69	51,357.91
				Account Total		\$128,653.88

Report Package 3

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914-734-2800

Combined Account Portfolio
Period 06/30/2016
Created: 05/09/2017

Acct Name: THE MILL FOUNDATION A NON-PROFIT ORGANIZATION P.O. BOX 16388 LOVES PARK IL 61132

Acct No:12383751

Acct Type:Non-Profit Organization

Asset Name	Ticker	Asset Type	Mgt. Name	Quantity	Price (\$)	Value (\$)
*DFA EMERGING MARKETS CORE EQUITY PORTFOLIO	DFCEX	NON-US STOCKS	DIMENSIONAL FUNDS	2,654.03	17.11	45,410.44
BROKERAGE MONEY MARKET		CASH	BROKERAGE MONEY MARKET	46,134.06	1.00	46,134.06
DFA FIVE-YEAR GLOBAL FIXED INC	DFGBX	BONDS	DIMENSIONAL FUNDS	8,289.57	11.20	92,843.15
DFA GLB REAL ESTATE SECURITIES PORT	DFGEX	US STOCKS	DIMENSIONAL FUNDS	4,096.86	11.56	47,359.68
DFA INTERNATIONAL CORE EQUITY	DFIEX	NON-US STOCKS	DIMENSIONAL FUNDS	8,531.17	10.98	93,672.24
DFA INTERNATIONAL VECTOR EQUITY FUND	DFVQX	NON-US STOCKS	DIMENSIONAL FUNDS	2,705.29	10.09	27,296.39
DFA INVESTMENT GRADE PORTFOLIO FUND	DFAPX	BONDS	DIMENSIONAL FUNDS	16,656.75	11.14	185,556.15
DFA INVT DIMENSIONS GROUP IN US VECTR EQTY	DFVEX	US STOCKS	DIMENSIONAL FUNDS	6,959.32	15.42	107,312.78
DFA ONE-YR FIXED INCOME	DFIHX	BONDS	DIMENSIONAL FUNDS	9,384.54	10.33	96,942.30
DFA US CORE EQUITY II	DFQTX	US STOCKS	DIMENSIONAL FUNDS	21,080.59	16.77	353,521.41
Account Total						\$1,096,048.58

Acct Name: THE MILL FOUNDATION A NON-PROFIT ORGANIZATION P.O. BOX 16388 LOVES PARK IL 61132

Acct No:42001511

Acct Type:Non-Profit Organization

Asset Name	Ticker	Asset Type	Mgt. Name	Quantity	Price (\$)	Value (\$)
CASH		CASH		2,099.04	1.00	2,099.04
FIRST TR EXCHANGE TRADED FD DORSEY WRT 5 ETF	FV	US STOCKS		8,717.00	22.36	194,912.12
MFS GLOBAL ALTERNATIVE STRATEGY FUND CLASS A	DVRAX	US STOCKS	MFS INVESTMENT MANAGEMENT	9,218.34	9.96	91,814.70
Account Total						\$288,825.86

Report Package 3

Mill Foundation
P.O. Box 16388
Loves Park, IL 61132

Mr. Lawrence Denoia
ITI Strategies, Inc.
994 Main Street
Peekskill, NY 10566
914-734-2800

Combined Account Portfolio
Period: 06/30/2016
Created: 05/09/2017

Acct Name: THE MILL FOUNDATION A NON-PROFIT ORGANIZATION P.O. BOX 16388 LOVES PARK IL 61132

Acct No:49650171

Acct Type: Non-Profit Organization

Asset Name	Ticker	Asset Type	Mgt. Name	Quantity	Price (\$)	Value (\$)
BROKERAGE MONEY MARKET		CASH	BROKERAGE MONEY MARKET	1,770.99	1.00	1,770.99
CASH		CASH		286.52	1.00	286.52
DC INDUSTRIAL LIQUIDATING TRUST		US STOCKS		5,000.00	0.56	2,800.00
FS INVESTMENT CORP III	FSNV	BONDS		5,321.53	7.96	42,385.98
GRiffin AMERICAN HEALTHCARE REIT III		US STOCKS		5,400.00	8.90	48,060.00
Account Total						\$95,303.49

Acct Name: THE MILL FOUNDATION A NON-PROFIT ORGANIZATION P.O. BOX 16388 LOVES PARK IL 61132

Acct No:52202792

Acct Type: Non-Profit Organization

Asset Name	Ticker	Asset Type	Mgt. Name	Quantity	Price (\$)	Value (\$)
BROKERAGE MONEY MARKET		CASH	BROKERAGE MONEY MARKET	3,001.88	1.00	3,001.88
ISHARES BELGIUM CAPD ETF	EWK	NON-US STOCKS		260.00	17.71	4,604.60
ISHARES MSCI GERMANY ETF	EWG	NON-US STOCKS		180.00	24.05	4,329.00
ISHARES MSCI HONG KG ETF	EWH	NON-US STOCKS		236.00	19.58	4,620.88
ISHARES MSCI JAPAN ETF	EWJ	NON-US STOCKS		399.00	11.50	4,588.50
ISHARES MSCI NETHERL ETF	EWN	NON-US STOCKS		188.00	23.15	4,352.20
ISHARES MSCI STH KOR ETF	EWY	NON-US STOCKS		88.00	52.07	4,582.16
ISHARES MSCI SZ CAP ETF	EWL	NON-US STOCKS		155.00	29.65	4,595.75
ISHARES MSCI TAIWAN ETF	EWT	NON-US STOCKS		334.00	14.05	4,692.70
ISHARES MSCI TURKEY ETF	TUR	NON-US STOCKS		117.00	39.65	4,639.05
ISHARES TR AGENCY BOND ETF	AGZ	BONDS		24.00	115.88	2,781.12
ISHARES TR FLTG RATE BD ETF	FLOT	BONDS		38.00	50.62	1,923.56
ISHARES TR MBS ETF	MBB	CASH		64.00	109.97	7,038.08
ISHARES TR MSCI INDONIA ETF	EIDO	NON-US STOCKS		195.00	24.46	4,769.70
ISHARES TR MSCI UTD KNGDM	EWU	NON-US STOCKS		315.00	15.37	4,841.55
VANECK VECTORS ETF TR EMERGING MKTS HI	HYEM	BONDS		290.00	23.78	6,896.20
VANGUARD BD INDEX FD INC SHORT TRM BOND	BSV	BONDS		24.00	81.06	1,945.44
VANGUARD BD INDEX FD INC TOTAL BND MRKT	BND	BONDS		88.00	84.30	7,418.40

Report Package 3

Mill Foundation
P.O. Box 16388
Loves Park, IL 61132

Mr. Lawrence Denio
ITI Strategies, Inc.
994 Main Street
Peekskill, NY 10566
914-734-2800

Combined Account Portfolio
Period: 06/30/2016
Created: 05/09/2017

Asset Name	Ticker	Asset Type	Mgt. Name	Quantity	Price (\$)	Value (\$)
VANGUARD SCOTTSDALE FDS INT-TERM CORP	VCIT	BONDS		78.00	89.41	6,973.98
VANGUARD SCOTTSDALE FDS MORTG-BACK SEC	VMBS	BONDS		69.00	53.85	3,715.65
VANGUARD SCOTTSDALE FDS SHRT TRM CORP BD	VCSH	BONDS		18.00	80.84	1,455.12
CASH		CASH		-276.49	1.00	-276.49
Account Total						\$93,489.03

Acct Name: THE MILL FOUNDATION A NON-PROFIT ORGANIZATION P.O. BOX 16388 LOVES PARK IL 61132

Acct No: 63143259

Acct Type: Non-Profit Organization

Asset Name	Ticker	Asset Type	Mgt. Name	Quantity	Price (\$)	Value (\$)
ASG GLOBAL ALTY (1993)	GAFYX	CASH	NATIXIS FUNDS	3,199.43	9.60	30,714.48
ASG TACTICAL US MARKET FUND Y (2799)	USMYX	US STOCKS	NATIXIS FUNDS	1,914.83	11.52	22,058.84
BROKERAGE MONEY MARKET		CASH	BROKERAGE MONEY MARKET	4,177.41	1.00	4,177.41
LOOMIS SAYLES CORE PLUS BOND FUND CLASS Y	NERYX	BONDS	NATIXIS FUNDS	1,753.65	12.98	22,762.43
NATIXIS FUNDS TR II ^ LOOMIS SAYLES SR FLTG RATE & FIXED INC FD CL Y	LSFYX	BONDS	NATIXIS FUNDS	1,183.35	9.69	11,466.66
NATIXIS FUNDS TRUST II^ ASG MANAGED FUTURES STRATEGY FUND CL Y	ASFYX	BONDS	NATIXIS FUNDS	1,897.66	10.97	20,817.30
NATIXIS LOOMIS SAYLES GROWTH FUND Y	LSGRX	US STOCKS	NATIXIS FUNDS	997.12	11.78	11,746.06
OAKMARK INTERNATIONAL I	OAKIX	NON-US STOCKS	OAKMARK FUNDS	553.32	19.12	10,579.44
VANGUARD BD INDEX FD INC TOTAL BND MRKT	BND	BONDS		774.00	84.30	65,248.20
VN NELSON VALUE OPP Y (1999)	VNVYX	US STOCKS	NATIXIS FUNDS	966.05	19.30	18,644.69
Account Total						\$218,215.51
Investor Total						\$1,939,882.35

Portfolio Summary

Mill Foundation
P.O. Box 16388
Loves Park, IL 61132

Mr. Lawrence Denio
ITI Strategies, Inc.
994 Main Street
Peekskill, NY 10566
914-734-2800

Combined Account Portfolio
Period: 07/01/2015-06/30/2016
Created: 05/09/2017

	Value(\$)
Beginning Value	2,209,913.85
Net Contribution	-255,124.42
Change in Value	-14,907.08
Ending Value	1,939,882.35
Investment Return	-0.72 %