EXTENDED TO JULY 17, 2017

Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052 **2015** Open to Public Inspection

For calendar year 2015 or tax year beginning DEC 1, 2015 , and ending NOV 30, 2016

Name of foundation: THE W.J. AND LILLIAN KEMLER FOUNDATION MARGARET SAVAGE, PRESIDENT

A Employer identification number: 38-3384888

Number and street (or P O box number if mail is not delivered to street address): 39300 W. TWELVE MILE ROAD — Room/suite: 100

B Telephone number: (248)579-1100

City or town, state or province, country, and ZIP or foreign postal code: FARMINGTON HILLS, MI 48331-2989

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 1,164,544.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received	20.		N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	6.	6.		STATEMENT 1
4 Dividends and interest from securities	36,596.	36,596.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	75,188.			
b Gross sales price for all assets on line 6a 333,608.				
7 Capital gain net income (from Part IV, line 2)		75,188.		
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				
12 **Total.** Add lines 1 through 11	111,810.	111,790.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes STMT 3	2,888.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 4	16,908.	16,888.		0.
24 **Total operating and administrative expenses.** Add lines 13 through 23	19,796.	16,888.		0.
25 Contributions, gifts, grants paid	105,000.			105,000.
26 **Total expenses and disbursements.** Add lines 24 and 25	124,796.	16,888.		105,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-12,986.			
b **Net investment income** (if negative, enter -0-)		94,902.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED JUL 12 2017 OGDEN UT IRS-OSC

SCANNED

922

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
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	23,291.	34,242.	34,242.
	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 5	891,613.	879,149.	1,130,302.
	c Investments - corporate bonds STMT 6	11,283.	0.	0.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	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)	926,187.	913,391.	1,164,544.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,558,812.	1,558,812.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-632,625.	-645,421.	
	30 **Total net assets or fund balances**	926,187.	913,391.	
	31 **Total liabilities and net assets/fund balances**	926,187.	913,391.	

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	926,187.
2	Enter amount from Part I, line 27a	2	-12,986.
3	Other increases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	3	190.
4	Add lines 1, 2, and 3	4	913,391.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	913,391.

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	MERRILL LYNCH 04M94	P	VARIOUS	VARIOUS
b	MERRILL LYNCH 04M94 CIL	P	02/19/16	02/19/16
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	333,602.		258,420.	75,182.
b	6.			6.
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				75,182.
b				6.
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	75,188.
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	102,894.	1,285,118.	.080066
2013	110,254.	1,201,552.	.091760
2012	90,803.	1,098,742.	.082643
2011	74,449.	1,060,664.	.070191
2010	118,088.	1,130,003.	.104502

2	Total of line 1, column (d)	2	.429162
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	.085832
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,168,310.
5	Multiply line 4 by line 3	5	100,278.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	949.
7	Add lines 5 and 6	7	101,227.
8	Enter qualifying distributions from Part XII, line 4	8	105,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	949.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	949.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	949.
6 Credits/Payments:				
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,800.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	1,800.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	851.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 851. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ NONE

14 The books are in care of ▶ REHMANN ROBSON Telephone no. ▶ (248) 579-1100

Located at ▶ 39300 W. TWELVE MILE ROAD, SUITE 100, FARMINGTON ZIP+4 ▶ 48331-2989

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARGARET SAVAGE 39300 W. TWELVE MILE RD, STE 100 FARMINGTON HILLS, MI 48331	PRESIDENT 5.00	0.	0.	0.
JAMES SAVAGE 39300 W. TWELVE MILE RD, STE 100 FARMINGTON HILLS, MI 48331	DIRECTOR 1.00	0.	0.	0.
CAROLYN MCCARREN 39300 W. TWELVE MILE RD, STE 100 FARMINGTON HILLS, MI 48331	DIRECTOR 0.00	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

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.	Expenses
1 SEE STATEMENT 7	0.
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	1,155,060.
b	Average of monthly cash balances		1b	31,042.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,186,102.
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	1,186,102.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	17,792.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,168,310.
6	**Minimum investment return.** Enter 5% of line 5		6	58,416.

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	58,416.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 949.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	949.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	57,467.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	57,467.
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	57,467.

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	105,000.
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	105,000.
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	949.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	104,051.

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				57,467.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010 32,072.				
b From 2011 24,612.				
c From 2012 36,762.				
d From 2013 51,500.				
e From 2014 40,406.				
f **Total** of lines 3a through e	185,352.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 105,000.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				57,467.
e Remaining amount distributed out of corpus	47,533.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	232,885.			
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	32,072.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	200,813.			
10 Analysis of line 9:				
a Excess from 2011 24,612.				
b Excess from 2012 36,762.				
c Excess from 2013 51,500.				
d Excess from 2014 40,406.				
e Excess from 2015 47,533.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

MARGARET SAVAGE, PRESIDENT, 248-579-1100
5328 MIRROR LAKE COURT, WEST BLOOMFIELD, MI 48323

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

WRITTEN DESCRIPTION OF CHARITY AND ITS SPECIFIC FUNDING NEED.

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SALVATION ARMY 16130 NORTHLAND DRIVE SOUTHFIELD, MI 48075	NONE	PUBLIC CHARITY	UNRESTRICTED USE	2,000.
JEWISH SENIOR LIFE 6710 WEST MAPLE ROAD WEST BLOOMFIELD, MI 48322	NONE	PUBLIC CHARITY	UNRESTRICTED USE	20,000.
CORPORATE ACCOUNTABILITY INTERNATIONAL 10 MILE STREET, SUITE 610 BOSTON, MA 02108	NONE	PUBLIC CHARITY	UNRESTRICTED USE	10,000.
DETROIT PUBLIC TELEVISION 1 CLOVER COURT WIXOM, MI 48393	NONE	PUBLIC CHARITY	UNRESTRICTED USE	10,000.
OAKLAND UNIVERSITY 2200 NORTH SQUIRREL ROAD ROCHESTER, MI 48309	NONE	COLLEGE	MEADOWBROOK HALL	10,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	105,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6.	
4 Dividends and interest from securities			14	36,596.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	75,188.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		111,790.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 111,790.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

▶ Margaret K. Savage | 6/14/17 ▶ PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
LARRY SLUTSKY, CPA/PFS, CFP	LARRY SLUTSKY, CP	05/03/17		P00104020
Firm's name ▶ REHMANN ROBSON LLC			Firm's EIN ▶ 38-3635706	
Firm's address ▶ 39300 W TWELVE MILE RD SUITE 100 FARMINGTON HILLS, MI 48331-2989			Phone no. 248-579-1100	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OAKLAND UNIVERSITY 2200 NORTH SQUIRREL ROAD ROCHESTER, MI 48309	NONE	COLLEGE	WJ & LILLIAN KEMLER ENDOWED SCHOLARSHIP FOR MEDICAL STUDENTS	20,000.
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 8000 ANN ARBOR, MI 49109	NONE	UNIVERSITY	MICHIGAN RADIO	5,000.
STARFISH FOUNDATION, INC. P.O. BOX 2662 SALEM, OR 97308	NONE	PUBLIC CHARITY	MEGHAN SAUNDERS RETURN HOME PROJECT	17,500.
ALZEIMER'S ASSOCIATION 225 N. MICHIGAN AVE, FL 17 CHICAGO, IL 60601	NONE	PUBLIC CHARITY	UNRESTRICTED USE	10,000.
Total from continuation sheets				52,500.

523631
04-01-15

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH 4267	1.	1.	
MERRILL LYNCH 4M04	5.	5.	
TOTAL TO PART I, LINE 3	6.	6.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH 4M04	36,596.	0.	36,596.	36,596.	
TO PART I, LINE 4	36,596.	0.	36,596.	36,596.	

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	2,888.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,888.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	16,675.	16,675.		0.
LICENSE AND PERMITS	20.	0.		0.
AMORTIZATION EXPENSE	213.	213.		0.
TO FORM 990-PF, PG 1, LN 23	16,908.	16,888.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS	879,149.	1,130,302.
TOTAL TO FORM 990-PF, PART II, LINE 10B	879,149.	1,130,302.

FORM 990-PF	CORPORATE BONDS	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 7

ACTIVITY ONE

THE FOUNDATION ACCOMPLISHES ITS CHARITABLE PURPOSES SOLELY THROUGH A PROGRAM OF MAKING CHARITABLE GIFTS AND GRANTS AND DOES NOT CONDUCT ANY DIRECT CHARITABLE ACTIVITIES OR PROGRAMS

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	0.

EMA Fiscal Statement

THE WJ & LILLIAN KEMLER FOUND

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1.0000	FEDERATED INVESTRS B	10/10/12	12/03/15	30.82	20.67	10 15 LT
104.0000	FEDERATED INVESTRS B	10/10/12	12/04/15	3,193 17	2,149.53	1,043 64 LT
19 0000	FEDERATED INVESTRS B	10/10/12	12/07/15	580.08	392 70	187.38 LT
5 0000	FEDERATED INVESTRS B	10/10/12	12/08/15	150.00	103.34	46.66 LT
20 0000	FEDERATED INVESTRS B	10/10/12	12/10/15	600.06	413.37	186.69 LT
49.0000	FEDERATED INVESTRS B	10/10/12	12/16/15	1,434.75	1,012 76	421.99 LT
30.0000	FEDERATED INVESTRS B	10/10/12	12/17/15	871.12	620.06	251.06 LT
42.0000	FEDERATED INVESTRS B	10/10/12	12/23/15	1,218.19	868.08	350 11 LT
25.0000	FEDERATED INVESTRS B	10/10/12	12/24/15	725.45	516.71	208.74 LT
6 0000	FEDERATED INVESTRS B	10/10/12	12/28/15	173 99	124 01	49 98 LT
147 0000	BRISTOL-MYERS SQUIBB CO	10/10/12	01/07/16	9,653 90	4,892.98	4,760.92 LT
160 0000	BRISTOL-MYERS SQUIBB CO	10/10/12	01/08/16	10,292.43	5,325.70	4,966.73 LT
211 0000	BRISTOL-MYERS SQUIBB CO	10/10/12	01/11/16	13,267 55	7,023.26	6,244 29 LT
40.0000	BRISTOL-MYERS SQUIBB CO	10/10/12	01/12/16	2,533 44	1,331.42	1,202 02 LT
11 0000	FEDERATED INVESTRS B	10/10/12	12/29/15	320 33	227.35	92 98 LT
2 0000	FEDERATED INVESTRS B	10/10/12	12/30/15	57.99	41.34	16.65 LT
11.0000	FEDERATED INVESTRS B	10/10/12	12/31/15	319 00	227.35	91.65 LT
1 0000	FEDERATED INVESTRS B	10/10/12	01/08/16	26.49	20.67	5.82 LT
30.0000	CONOCOPHILLIPS	10/10/12	02/04/16	1,061.93	1,718 60	(656 67) LT
203.0000	CONOCOPHILLIPS	10/10/12	02/05/16	6,702.12	11,629.16	(4,927.04) LT
250 0000	CONOCOPHILLIPS	01/31/13	02/05/16	8,253.85	14,560.53	(6,306 68) LT
23.0000	CONOCOPHILLIPS	07/01/14	02/05/16	759 36	1,981.70	(1,222.34) LT
21.0000	COMMUNICATIONS SALES AND	06/30/14	02/01/16	411.25	771.89	(360.64) LT
67.0000	COMMUNICATIONS SALES AND	07/01/14	02/01/16	1,312.10	2,464.70	(1,152 60) LT
51 0000	COMMUNICATIONS SALES AND	07/02/14	02/02/16	969.34	1,868.02	(898 68) LT
44.0000	COMMUNICATIONS SALES AND	07/02/14	02/03/16	823.12	1,611.62	(788.50) LT
30 0000	COMMUNICATIONS SALES AND	07/08/14	02/04/16	559 04	1,108 88	(549.84) LT
54.0000	COMMUNICATIONS SALES AND	07/09/14	02/04/16	1,006 28	1,994.18	(987.90) LT
37.0000	COMMUNICATIONS SALES AND	07/10/14	02/04/16	689.49	1,374.46	(684 97) LT
6.0000	COMMUNICATIONS SALES AND	07/11/14	02/04/16	111.81	222.92	(111 11) LT
6 0000	COMMUNICATIONS SALES AND	07/14/14	02/04/16	111.82	224.04	(112.22) LT
19.0000	COMMUNICATIONS SALES AND	07/14/14	02/05/16	352.49	709.45	(356.96) LT
4.0000	COMMUNICATIONS SALES AND	07/14/14	02/08/16	68.50	149.36	(80.86) LT
77 0000	COMMUNICATIONS SALES AND	07/15/14	02/08/16	1,318.80	2,887.06	(1,568.26) LT
3.0000	COMMUNICATIONS SALES AND	07/16/14	02/08/16	51 38	112.53	(61 15) LT
34 0000	COMMUNICATIONS SALES AND	07/17/14	02/08/16	582.34	1,271.44	(689.10) LT
18 0000	COMMUNICATIONS SALES AND	07/17/14	02/09/16	300.08	673.11	(373.03) LT
1.0000	COMMUNICATIONS SALES AND	07/17/14	02/10/16	16.66	37.40	(20.74) LT
6.0000	COMMUNICATIONS SALES AND	07/18/14	02/10/16	100.01	224.87	(124.86) LT
2.0000	COMMUNICATIONS SALES AND	07/21/14	02/10/16	33.34	75 08	(41.74) LT

PLEASE SEE REVERSE SIDE

EMA Fiscal Statement

THE WJ & LILLIAN KEMLER FOUND

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
27 0000	COMMUNICATIONS SALES AND	07/25/14	02/10/16	450.10	1,046.13	(596.03) LT
14.0000	COMMUNICATIONS SALES AND	07/25/14	02/11/16	224.35	542.43	(318.08) LT
9.0000	COMMUNICATIONS SALES AND	07/25/14	02/12/16	138.36	348 71	(210 35) LT
48 0000	COMMUNICATIONS SALES AND	07/28/14	02/12/16	737.92	1,865.46	(1,127.54) LT
15.0000	COMMUNICATIONS SALES AND	07/29/14	02/12/16	230.61	713.79	(483.18) LT
80.0000	COMMUNICATIONS SALES AND	07/29/14	02/16/16	1,263 72	3,806 91	(2,543 19) LT
44.0000	COMMUNICATIONS SALES AND	07/29/14	02/17/16	730.12	2,093 80	(1,363.68) LT
9.0000	COMMUNICATIONS SALES AND	07/29/14	02/18/16	146 70	428.27	(281.57) LT
11 0000	COMMUNICATIONS SALES AND	07/29/14	02/19/16	176.65	523 45	(346.80) LT
0 6000	COMMUNICATIONS SALES AND	07/29/14	02/19/16	9 64	28.56	(18 92) LT
0.4000	COMMUNICATIONS SALES AND	05/04/15	02/19/16	6.42	N/A	6.42 S/T N/C
47.0000	FEDERATED INVESTRS B	10/10/12	01/29/16	1,186 91	971.43	215.48 LT
34.0000	FEDERATED INVESTRS B	10/10/12	02/01/16	851 67	702.73	148 94 LT
35.0000	FEDERATED INVESTRS B	10/10/12	02/02/16	840.45	723.40	117 05 LT
68 0000	FEDERATED INVESTRS B	10/10/12	02/03/16	1,600 09	1,405 47	194 62 LT
8.0000	FEDERATED INVESTRS B	10/10/12	02/04/16	189.48	165 35	24 13 LT
36 0000	FEDERATED INVESTRS B	02/20/13	02/04/16	852 67	885.27	(32.60) LT
9.0000	FEDERATED INVESTRS B	02/20/13	02/05/16	213 95	221.32	(7.37) LT
260 0000	ALTRIA GROUP INC	10/10/12	03/29/16	16,092.84	8,677.63	7,415.21 LT
61 0000	ALTRIA GROUP INC	10/10/12	03/30/16	3,800 49	2,035.90	1,764.59 LT
5 0000	BLACKROCK INC	12/12/12	03/30/16	1,712.47	1,002.13	710.34 LT
10.0000	BERKSHIRE HATHAWAYINC	02/01/16	03/30/16	1,429 76	1,290.86	138.90 ST
85.0000	CA INC	01/08/15	03/30/16	2,632.39	2,643.24	(10.85) LT
112.0000	CINN FINCL CRP OHIO	10/10/12	03/30/16	7,377 80	4,317.59	3,060.21 LT
104.0000	CISCO SYSTEMS INC COM	10/10/12	03/30/16	2,961.87	1,912.13	1,049.74 LT
16.0000	DUKE ENERGY CORP NEW	10/10/12	03/30/16	1,284.81	1,038.00	246.81 LT
12.0000	GENL DYNAMICS CORP COM	02/21/13	03/30/16	1,581 21	796 78	784.43 LT
45.0000	LOWE'S COMPANIES INC	10/10/12	03/30/16	3,414 98	1,399.38	2,015.60 LT
39.0000	MICROSOFT CORP	10/10/12	03/30/16	2,148 07	1,131 69	1,016 38 LT
106.0000	PAYCHEX INC	10/10/12	03/30/16	5,623.31	3,472.33	2,150.98 LT
92.0000	REYNOLDS AMERICAN INC	10/10/12	03/29/16	4,639.63	1,964.94	2,674 69 LT
197.0000	REYNOLDS AMERICAN INC	10/10/12	03/30/16	9,956.10	4,207.55	5,748.55 LT
82.0000	REYNOLDS AMERICAN INC	10/10/12	03/31/16	4,144.40	1,751.36	2,393.04 LT
58.0000	REYNOLDS AMERICAN INC	10/10/12	04/01/16	2,908 98	1,238.77	1,670.21 LT
21.0000	ALTRIA GROUP INC	10/10/12	05/05/16	1,317 72	700 89	616.83 LT
5.0000	BLACKROCK INC	12/12/12	05/05/16	1,764 76	1,002.12	762 64 LT
4.0000	BERKSHIRE HATHAWAYINC	02/01/16	05/05/16	575 05	516.34	58 71 ST
1.0000	CARNIVAL CORP PAIRED SHS	07/25/13	05/05/16	48 54	36 92	11.62 LT
25 0000	CHEVRON CORP	12/29/08	05/05/16	2,533.04	1,778.92	754 12 LT
17.0000	CHEVRON CORP	01/12/09	05/05/16	1,722.47	1,216 01	506.46 LT

PLEASE SEE REVERSE SIDE

THE WJ & LILLIAN KEMLER FOUND

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)	
19 0000	CINN FINCL CRP OHIO	10/10/12	05/05/16	1,264.01	732.45	531 56	LT
3.0000	COCA COLA COM	12/29/09	05/05/16	134 89	86.72	48.17	LT
3.0000	DOMINION RES INC NEW VA	10/10/12	05/05/16	216 23	159.54	56.69	LT
6.0000	DUKE ENERGY CORP NEW	10/10/12	05/05/16	480.43	389.25	91 18	LT
27.0000	GENL DYNAMICS CORP COM	02/21/13	05/05/16	3,835 81	1,792.75	2,043.06	LT
78.0000	GENERAL ELECTRIC	04/29/15	05/05/16	2,332 16	2,113 17	218.99	LT
9.0000	GENERAL MILLS	03/29/16	05/05/16	558.20	564 93	(6 73)	ST
28.0000	HASBRO INC COM	10/10/12	05/05/16	2,348.23	1,047.48	1,300.75	LT
18.0000	INTEL CORP	10/10/12	05/05/16	537.69	392.00	145.69	LT
12.0000	LOWE'S COMPANIES INC	10/10/12	05/05/16	902 86	373.17	529 69	LT
14 0000	MERCK AND CO INC SHS	01/07/16	05/05/16	753 33	727 16	26 17	ST
12.0000	NORFOLK SOUTHERN CORP	09/02/15	05/05/16	1,068.46	911.13	157.33	ST
3 0000	PAYCHEX INC	10/10/12	05/05/16	153 76	98.27	55 49	LT
86.0000	PFIZER INC	10/10/12	05/05/16	2,888.91	2,159.24	729 67	LT
9.0000	WELLS FARGO & COMPANY	09/29/15	05/05/16	239.48	226.11	13 37	ST
56.0000	HASBRO INC COM	10/10/12	06/29/16	4,657.80	2,094.96	2,562.84	LT
60.0000	HASBRO INC COM	10/10/12	06/30/16	4,988.85	2,244.60	2,744.25	LT
27.0000	HASBRO INC COM	10/10/12	07/01/16	2,266.79	1,010.07	1,256.72	LT
37.0000	HASBRO INC COM	10/10/12	07/05/16	3,045.25	1,384.17	1,661.08	LT
120 0000	HASBRO INC COM	10/10/12	07/06/16	9,944.71	4,489.20	5,455.51	LT
28.0000	HASBRO INC COM	10/10/12	07/07/16	2,329.49	1,047.48	1,282 01	LT
110.0000	HASBRO INC COM	10/10/12	07/08/16	9,224 15	4,115.10	5,109 05	LT
63.0000	LOWE'S COMPANIES INC	10/10/12	07/19/16	5,128.09	1,959.13	3,168.96	LT
194.0000	LOWE'S COMPANIES INC	10/10/12	07/20/16	15,743.30	6,032.87	9,710.43	LT
1.0000	BLACKROCK INC	12/12/12	08/03/16	368.24	200.43	167.81	LT
6.0000	BLACKROCK INC	12/13/12	08/03/16	2,209.45	1,203.69	1,005.76	LT
17 0000	BLOCK H&R INC	11/09/15	08/03/16	400 00	623.44	(223.44)	ST
29 0000	BLOCK H&R INC	11/10/15	08/03/16	682.36	1,070.34	(387.98)	ST
19 0000	CARNIVAL CORP PAIRED SHS	07/25/13	08/03/16	866 21	701.40	164.81	LT
51 0000	CA INC	01/08/15	08/03/16	1,712.08	1,585.95	126.13	LT
1.0000	COCA COLA COM	12/29/09	08/03/16	43 46	28.91	14.55	LT
1.0000	COCA COLA COM	12/30/09	08/03/16	43.47	28.84	14 63	LT
11.0000	DIAGEO PLC SPSD ADR NEW	06/29/16	08/03/16	1,265 14	1,196.26	68.88	ST
5.0000	DOMINION RES INC NEW VA	10/10/12	08/03/16	382 93	265 90	117.03	LT
6.0000	DUKE ENERGY CORP NEW	10/10/12	08/03/16	510 31	389.25	121.06	LT
18 0000	GENL DYNAMICS CORP COM	02/21/13	08/03/16	2,650 45	1,195.17	1,455 28	LT
17 0000	GENERAL ELECTRIC	04/29/15	08/03/16	528 57	460.56	68 01	LT
21.0000	GENERAL MILLS	03/29/16	08/03/16	1,461 81	1,318 17	143 64	ST
71 0000	INTEL CORP	10/10/12	08/03/16	2,418.51	1,546 22	872 29	LT
117.0000	KINDER MORGAN INC. DEL	10/10/12	08/03/16	2,342.69	3,174.21	(831.52)	LT

PLEASE SEE REVERSE SIDE

THE WJ & LILLIAN KEMLER FOUND

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
14.0000	ELI LILLY & CO	01/15/14	08/03/16	1,158.57	748 04	410 53 LT
6.0000	LOWE'S COMPANIES INC	10/10/12	08/03/16	489.77	186.58	303.19 LT
20.0000	MERCK AND CO INC SHS	01/07/16	08/03/16	1,151 67	1,038.80	112.87 ST
7.0000	MICROSOFT CORP	10/10/12	08/03/16	396 89	203.12	193.77 LT
16.0000	NORFOLK SOUTHERN CORP	09/02/15	08/03/16	1,414.33	1,214.85	199 48 ST
54.0000	PFIZER INC	10/10/12	08/03/16	1,906.31	1,355.80	550.51 LT
2.0000	WELLS FARGO & COMPANY	09/29/15	08/03/16	55 60	50.25	5.35 ST
6.0000	WELLS FARGO & CO NEW DEL	10/10/12	08/03/16	285.07	211.42	73.65 LT
4 0000	ALTRIA GROUP INC	10/10/12	08/30/16	264 13	133.50	130.63 LT
22.0000	ALTRIA GROUP INC	10/10/12	09/07/16	1,465.48	734.26	731 22 LT
2 0000	BLACKROCK INC	12/13/12	09/23/16	737.78	401 23	336.55 LT
2.0000	BERKSHIRE HATHAWAYINC	02/02/16	08/30/16	299.91	252.33	47 58 ST
2.0000	BERKSHIRE HATHAWAYINC	02/02/16	09/07/16	299 05	252.33	46 72 ST
1 0000	BERKSHIRE HATHAWAYINC	02/02/16	09/23/16	145.65	126.17	19.48 ST
15 0000	BLOCK H&R INC	11/10/15	08/30/16	363 05	553 63	(190 58) ST
16 0000	BLOCK H&R INC	11/11/15	08/30/16	387.26	592.17	(204.91) ST
20.0000	BLOCK H&R INC	11/11/15	09/23/16	462.66	740.22	(277.56) ST
3.0000	BLOCK H&R INC	11/12/15	09/23/16	69 41	109.73	(40.32) ST
23.0000	CARNIVAL CORP PAIRED SHS	07/25/13	08/30/16	1,088.57	849.06	239.51 LT
1 0000	CARNIVAL CORP PAIRED SHS	07/25/13	09/07/16	45.37	36.92	8.45 LT
32.0000	CARNIVAL CORP PAIRED SHS	07/25/13	09/23/16	1,514.53	1,181 30	333.23 LT
12.0000	CORRECTIONS CORP OF AMER	04/26/13	09/26/16	193 52	419.36	(225.84) LT
31.0000	CORRECTIONS CORP OF AMER	04/26/13	09/27/16	462.95	1,083.33	(620.38) LT
2.0000	CHEVRON CORP	01/12/09	09/23/16	198.75	143.06	55.69 LT
30 0000	CA INC	01/08/15	08/30/16	1,025.15	932.91	92.24 LT
1.0000	CA INC	01/09/15	08/30/16	34.18	31.11	3 07 LT
40.0000	CA INC	01/09/15	09/07/16	1,371.24	1,244.54	126 70 LT
4.0000	CINN FINCL CRP OHIO	10/10/12	08/30/16	308.55	154.20	154.35 LT
10.0000	CINN FINCL CRP OHIO	10/10/12	09/07/16	775 12	385.50	389 62 LT
3.0000	CINN FINCL CRP OHIO	10/10/12	09/23/16	225.95	115.65	110.30 LT
10 0000	CISCO SYSTEMS INC COM	10/10/12	09/07/16	318.01	183.86	134 15 LT
15.0000	CISCO SYSTEMS INC COM	10/10/12	09/23/16	471.77	275.79	195.98 LT
1.0000	COCA COLA COM	12/30/09	08/30/16	43 28	28.84	14.44 LT
14.0000	COCA COLA COM	12/30/09	09/07/16	609 89	403.69	206.20 LT
1.0000	COCA COLA COM	01/04/10	09/07/16	43.57	28.56	15.01 LT
11.0000	COCA COLA COM	01/04/10	09/23/16	471.51	314.20	157.31 LT
1.0000	DIAGEO PLC SPSD ADR NEW	06/29/16	08/30/16	113 15	108.75	4 40 ST
8.0000	DIAGEO PLC SPSD ADR NEW	06/29/16	09/07/16	914.70	870.01	44 69 ST
10.0000	DIAGEO PLC SPSD ADR NEW	06/29/16	09/23/16	1,165 28	1,087.51	77 77 ST
9.0000	DOMINION RES INC NEW VA	10/10/12	09/23/16	692.85	478.62	214.23 LT

PLEASE SEE REVERSE SIDE

EMA Fiscal Statement

THE WJ & LILLIAN KEMLER FOUND

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
5.0000	DUKE ENERGY CORP NEW	10/10/12	09/23/16	413.22	324.38	88.84 LT
8.0000	GENL DYNAMICS CORP COM	02/21/13	09/07/16	1,227.41	531 18	696.23 LT
8 0000	GENL DYNAMICS CORP COM	02/21/13	09/23/16	1,232.21	531 19	701 02 LT
20 0000	GENERAL ELECTRIC	04/29/15	08/30/16	627 69	541.84	85.85 LT
3.0000	GENERAL ELECTRIC	04/29/15	09/07/16	92.58	81.28	11 30 LT
9.0000	GENERAL ELECTRIC	04/29/15	09/23/16	269 54	243.83	25 71 LT
9 0000	GENERAL MILLS	03/29/16	08/30/16	637.41	564.93	72.48 ST
40.0000	INTEL CORP	10/10/12	08/30/16	1,425.40	871.11	554.29 LT
77.0000	INTEL CORP	10/10/12	09/07/16	2,805.55	1,676.88	1,128.67 LT
34.0000	INTEL CORP	10/10/12	09/23/16	1,270.37	740.44	529 93 LT
95.0000	KINDER MORGAN INC. DEL	10/10/12	08/30/16	2,075 95	2,577.35	(501.40) LT
155.0000	KINDER MORGAN INC. DEL	10/10/12	09/07/16	3,506 44	4,205.15	(698.71) LT
21 0000	KINDER MORGAN INC. DEL	10/10/12	09/23/16	462 00	569 73	(107 73) LT
4 0000	ELI LILLY & CO	01/15/14	09/23/16	325.23	213.72	111 51 LT
8.0000	ELI LILLY & CO	01/16/14	09/23/16	650.47	437 66	212.81 LT
1.0000	MERCK AND CO INC SHS	01/07/16	08/30/16	62.71	51.94	10.77 ST
9.0000	MERCK AND CO INC SHS	01/07/16	09/07/16	564 41	467 46	96.95 ST
13 0000	MERCK AND CO INC SHS	01/07/16	09/23/16	821.71	675.22	146.49 ST
10.0000	MICROSOFT CORP	10/10/12	08/30/16	578.39	290.18	288.21 LT
14 0000	MICROSOFT CORP	10/10/12	09/07/16	806.55	406.25	400 30 LT
12 0000	MICROSOFT CORP	10/10/12	09/23/16	689.80	348 21	341 59 LT
1 0000	NEWMARKET CORP	10/10/12	08/30/16	440 07	239.12	200.95 LT
2.0000	NEWMARKET CORP	10/10/12	09/07/16	864.21	478.24	385.97 LT
22.0000	NORFOLK SOUTHERN CORP	09/02/15	08/30/16	2,070.82	1,670.41	400.41 ST
22.0000	NORFOLK SOUTHERN CORP	09/02/15	09/07/16	2,083.46	1,670.41	413.05 LT
14.0000	NORFOLK SOUTHERN CORP	09/04/15	09/07/16	1,325.85	1,069.77	256 08 LT
6.0000	NORFOLK SOUTHERN CORP	09/04/15	09/23/16	563.74	458 47	105 27 LT
1 0000	PAYCHEX INC	10/10/12	08/30/16	60.55	32.76	27 79 LT
11.0000	PAYCHEX INC	10/10/12	09/07/16	674 62	360.34	314 28 LT
6.0000	PAYCHEX INC	10/10/12	09/23/16	360 47	196.55	163.92 LT
1.0000	PFIZER INC	10/10/12	08/30/16	34.96	25.11	9 85 LT
14.0000	PFIZER INC	10/10/12	09/23/16	480 51	351.50	129.01 LT
25.0000	THE MOSAIC COMPANY	01/28/14	08/30/16	761.58	1,126.74	(365 16) LT
3.0000	THE MOSAIC COMPANY	01/28/14	09/07/16	86 67	135 21	(48 54) LT
4 0000	VERIZON COMMUNICATNS COM	01/30/12	09/23/16	210 17	149 78	60.39 LT
2 0000	WELLS FARGO & COMPANY	09/29/15	08/30/16	55.31	50.25	5 06 ST
7 0000	WELLS FARGO & COMPANY	09/29/15	09/07/16	194.82	175.86	18 96 ST
4.0000	WELLS FARGO & COMPANY	09/29/15	09/23/16	108 43	100.49	7 94 ST
25.0000	WELLS FARGO & CO NEW DEL	10/10/12	08/30/16	1,259 72	880 94	378.78 LT
32.0000	WELLS FARGO & CO NEW DEL	10/10/12	09/07/16	1,591.76	1,127.60	464 16 LT

PLEASE SEE REVERSE SIDE

EMA Fiscal Statement

THE WJ & LILLIAN KEMLER FOUND

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
63 0000	CORRECTIONS CORP OF AMER	04/26/13	09/28/16	920.13	2,201 62	(1,281 49) LT
13 0000	CORRECTIONS CORP OF AMER	04/29/13	09/28/16	189 88	456.59	(266 71) LT
48.0000	CORRECTIONS CORP OF AMER	04/29/13	09/29/16	671 70	1,685 87	(1,014 17) LT
1 0000	CORRECTIONS CORP OF AMER	04/29/13	09/30/16	13.96	35.12	(21 16) LT
64.0000	CORRECTIONS CORP OF AMER	11/12/15	09/30/16	893 88	1,622.39	(728.51) ST
79.0000	CORRECTIONS CORP OF AMER	11/12/15	10/03/16	1,109.30	2,002.64	(893 34) ST
81 0000	CORRECTIONS CORP OF AMER	11/12/15	10/04/16	1,133 02	2,053 34	(920 32) ST
20.0000	CORRECTIONS CORP OF AMER	11/12/15	10/05/16	275 84	507 00	(231 16) ST
34 0000	CORRECTIONS CORP OF AMER	11/12/15	10/06/16	466 15	861 90	(395.75) ST
24 0000	CORRECTIONS CORP OF AMER	11/12/15	10/10/16	324 27	608 40	(284 13) ST
26 0000	CORRECTIONS CORP OF AMER	11/12/15	10/07/16	350 70	659 10	(308.40) ST
18.0000	CORRECTIONS CORP OF AMER	11/12/15	10/11/16	241.30	456.30	(215 00) ST
32 0000	CORRECTIONS CORP OF AMER	11/12/15	10/12/16	451.61	811 19	(359 58) ST
81.0000	WELLS FARGO & COMPANY	09/29/15	10/18/16	2.121 27	2,035.01	86.26 LT
44.0000	WELLS FARGO & COMPANY	09/30/15	10/18/16	1,152 30	1,105 80	46.50 LT
106 0000	WELLS FARGO & COMPANY	09/30/15	10/19/16	2,778 92	2,663 98	114.94 LT
26.0000	WELLS FARGO & COMPANY	09/30/15	10/20/16	678 75	653.43	25.32 LT
52.0000	WELLS FARGO & COMPANY	09/30/15	10/21/16	1,356 90	1,306 86	50 04 LT
19 0000	WELLS FARGO & COMPANY	09/30/15	10/24/16	496 43	477.51	18.92 LT
97 0000	WELLS FARGO & COMPANY	09/30/15	10/25/16	2,526 02	2,437.79	88 23 LT
				333,608.68	258,420.10	75,188.58