

Return of Private Foundation

Department of the Treasury
Internal Revenue Service

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.

2016

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

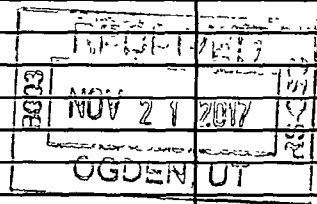
Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

| | | |
|--|--|--|
| Name of foundation WILLIAM DAVIDSON FOUNDATION | | A Employer identification number 20-3899187 |
| Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1688 | Room/suite | B Telephone number 248-788-6500 |
| City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, MI 48012 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,177,901,921. | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

SCANNED NOV 27 2017

| 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 | 203,546,933. | | N/A | |
| | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities | 6,624,097. | 6,617,688. | | STATEMENT 1 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 2,917,371. | | | |
| | b Gross sales price for all assets on line 6a | 218,824,664. | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 2,917,371. | | |
| | 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 | -342,498. | -329,794. | | STATEMENT 2 | |
| 12 Total. Add lines 1 through 11 | 212,745,903. | 9,205,265. | | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 645,000. | 178,966. | | 466,751. |
| | 14 Other employee salaries and wages | 1,127,769. | 44,938. | | 1,083,498. |
| | 15 Pension plans, employee benefits | 399,166. | 44,470. | | 356,555. |
| | 16a Legal fees STMT 3 | 188,861. | 83,731. | | 105,477. |
| | b Accounting fees STMT 4 | 91,180. | 11,721. | | 79,735. |
| | c Other professional fees STMT 5 | 2,451,917. | 2,065,090. | | 395,341. |
| | 17 Interest | | | | |
| | 18 Taxes STMT 6 | 393,559. | 243,559. | | 0. |
| | 19 Depreciation and depletion | 179,667. | 0. | | |
| | 20 Occupancy | 110,621. | 13,972. | | 96,736. |
| | 21 Travel, conferences, and meetings | 218,575. | 42,215. | | 176,428. |
| | 22 Printing and publications | | | | |
| | 23 Other expenses STMT 7 | 234,574. | 28,262. | | 203,242. |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 6,040,889. | 2,756,924. | | 2,963,763. |
| | 25 Contributions, gifts, grants paid | 37,378,367. | | | 37,378,367. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 43,419,256. | 2,756,924. | | 40,342,130. | |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | 169,326,647. | | | | |
| b Net investment income (if negative, enter -0-) | | 6,448,341. | | | |
| c Adjusted net income (if negative, enter -0-) | | | N/A | | |



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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only | | Beginning of year | End of year | |
|-----------------------------|--|---|----------------|-----------------------|----------------|--------------|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value | | |
| Assets | 1 | Cash - non-interest-bearing | | 12,080,479. | 110,493,639. | 110,493,639. |
| | 2 | Savings and temporary cash investments | | | | |
| | 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 | | 48,127. | 46,782. | 46,782. |
| | 10a | Investments - U.S. and state government obligations STMT 10 | | 55,581,117. | 87,450,262. | 85,911,502. |
| | b | Investments - corporate stock STMT 11 | | 184,237,219. | 136,443,329. | 132,866,450. |
| | c | Investments - corporate bonds STMT 12 | | 18,407,195. | 18,407,195. | 16,618,066. |
| | 11 | Investments - land, buildings, and equipment basis ▶ | | | | |
| | Less: accumulated depreciation ▶ | | | | | |
| 12 | Investments - mortgage loans | | | | | |
| 13 | Investments - other STMT 13 | | 494,056,323. | 581,307,558. | 831,159,197. | |
| 14 | Land, buildings, and equipment; basis ▶ 1,044,848. | | | | | |
| | Less: accumulated depreciation STMT 14 ▶ 264,895. | | 853,144. | 779,953. | 779,953. | |
| 15 | Other assets (describe ▶ STATEMENT 15) | | 32,916. | 26,332. | 26,332. | |
| 16 | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | | 765,296,520. | 934,955,050. | 1,177,901,921. | |
| 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 ▶ FSA LIABILITY) | | 3,393. | 1,499. | |
| 23 | Total liabilities (add lines 17 through 22) | | 3,393. | 1,499. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | | | |
| | 24 | Unrestricted | | 765,293,127. | 934,953,551. | |
| | 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 | | 765,293,127. | 934,953,551. | | |
| 31 | Total liabilities and net assets/fund balances | | 765,296,520. | 934,955,050. | | |

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 | 765,293,127. |
| 2 | Enter amount from Part I, line 27a | 2 | 169,326,647. |
| 3 | Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9 | 3 | 333,777. |
| 4 | Add lines 1, 2, and 3 | 4 | 934,953,551. |
| 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 | 934,953,551. |

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 | | | |
| b SEE ATTACHED STATEMENT | | | |
| 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 | | | |
| b | | | |
| c | | | |
| d | | | |
| e 218,824,664. | | 216,261,638. | 2,917,371. |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|-----------------------------------|--|---|
| (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 | |
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | 2,917,371. |

| | | |
|---|---|-------------------|
| 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 | 2,917,371. |
| 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)) |
|---|---------------------------------------|---|--|
| 2015 | 61,166,102. | 814,680,916. | .075080 |
| 2014 | 52,573,112. | 606,347,821. | .086705 |
| 2013 | 49,275,711. | 503,912,525. | .097786 |
| 2012 | 43,728,529. | 366,821,434. | .119209 |
| 2011 | 16,327,046. | 180,893,668. | .090258 |

| | | |
|---|---|---------------------|
| 2 Total of line 1, column (d) | 2 | .469038 |
| 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 | .093808 |
| 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 | 4 | 926,171,224. |
| 5 Multiply line 4 by line 3 | 5 | 86,882,270. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 64,483. |
| 7 Add lines 5 and 6 | 7 | 86,946,753. |
| 8 Enter qualifying distributions from Part XII, line 4 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. | 8 | 40,342,130. |

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 128,967. |
| 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 | 128,967. |
| 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 | 128,967. |
| 6 | Credits/Payments: | | |
| a | 2016 estimated tax payments and 2015 overpayment credited to 2016 | 6a | 157,106. |
| 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 | 157,106. |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 | 28,139. |
| 11 | Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 28,139. Refunded <input type="checkbox"/> | 11 | 0. |

Part VII-A Statements Regarding Activities

| | Yes | No |
|----|-----|----|
| 1a | | X |
| 1b | | X |
| 1c | | X |
| d | | |
| e | | |
| 2 | | X |
| 3 | | X |
| 4a | X | |
| 4b | X | |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8a | | |
| 8b | X | |
| 9 | | X |
| 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) | | 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) | | X |
| 13. Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.WILLIAMDAVIDSON.ORG | X | |
| 14. The books are in care of ► ETHAN D. DAVIDSON Telephone no. ► 248-788-6500 Located at ► P.O. BOX 1688, BIRMINGHAM, MI ZIP+4 ► 48012 | | |
| 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 | N/A | |
| 16. At any time during calendar year 2016, 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 ► | | X |

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (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 | 1b | X |
| 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 2016? | 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 c. If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____ | 2b | |
| 3a. Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No b. If "Yes," did it have excess business holdings in 2016 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 2016.) | 3b | X |
| 4a. Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2016? | 4a | X |
| | 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)?

Organizations relying on a current notice regarding disaster assistance check here

5b X

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?

SEE STATEMENT 17

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (if not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 16 | | 645,000. | 67,700. | 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 |
|---|---|------------------|---|---------------------------------------|
| DARIN MCKEEVER P.O. BOX 1688, BIRMINGHAM, MI 48012 | CHIEF PROGRAM AND STRATEGY OFFICER 40.00 | 376,385. | 30,896. | 0. |
| JOHN ZIRALDO P.O. BOX 1688, BIRMINGHAM, MI 48012 | SENIOR PROGRAM OFFICER FOR SE MICH 40.00 | 155,000. | 7,750. | 0. |
| KARI ALTERMAN P.O. BOX 1688, BIRMINGHAM, MI 48012 | SENIOR PROGRAM OFFICER, JEWISH LIFE 40.00 | 143,000. | 7,000. | 0. |
| ERICA MILLER P.O. BOX 1688, BIRMINGHAM, MI 48012 | CONTROLLER 40.00 | 130,000. | 15,214. | 0. |
| SUZANNE MORAN P.O. BOX 1688, BIRMINGHAM, MI 48012 | GRANTS MANAGER 40.00 | 89,000. | 6,835. | 0. |
| Total number of other employees paid over \$50,000 | | | | 3 |

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 |
|--|--------------------------------|------------------|
| GREENHILL & CO. LLC TOTAL 300 PARK AVENUE, NEW YORK, NY 10022 | FINANCIAL ADVISOR | 955,996. |
| CAMBRIDGE ASSOCIATES LLC 125 HIGH STREET, BOSTON, MA 02110 | CONSULTING | 873,773. |
| SAILING STONE CAPITAL PARTNERS LLC - ONE CALIFORNIA STREET, SUITE 3050, SAN FRANCISCO, CA 94104 | INVESTMENT | 142,380. |
| JAFFE, RAITT, HEUER, & WEISS P.C - 27777 FRANKLIN ROAD, SUITE 2500, SOUTHFIELD, MI 48076 | LEGAL | 110,523. |
| P&M HOLDING GROUP, LLP - 26300 NORTHWESTERN HIGHWAY, SUITE 120, SOUTHFIELD, MI 48076 | ACCOUNTING, TAX AND CONSULTING | 90,600. |
| Total number of others receiving over \$50,000 for professional services | | 3 |

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 N/A | |
| 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 | 861,531,915. |
| b | Average of monthly cash balances | 1b | 77,937,154. |
| c | Fair market value of all other assets | 1c | 806,285. |
| d | Total (add lines 1a, b, and c) | 1d | 940,275,354. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) SEE STATEMENT 18 | 1e | 76,535,037. |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 940,275,354. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 14,104,130. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 926,171,224. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 46,308,561. |

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 | 46,308,561. |
| 2a | Tax on investment income for 2016 from Part VI, line 5 | 2a | 128,967. |
| b | Income tax for 2016. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 128,967. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 46,179,594. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 46,179,594. |
| 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 | 46,179,594. |

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 | 40,342,130. |
| 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 | 40,342,130. |
| 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 | 0. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 40,342,130. |

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 2015 | (c) 2015 | (d) 2016 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2016 from Part XI, line 7 | | | | 46,179,594. |
| 2 Undistributed income, if any, as of the end of 2016 | | | | |
| a Enter amount for 2015 only | | | 40,142,358. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2016: | | | | |
| a From 2011 | | | | |
| b From 2012 | | | | |
| c From 2013 | | | | |
| d From 2014 | | | | |
| e From 2015 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 40,342,130. | | | | |
| a Applied to 2015, but not more than line 2a | | | 40,142,358. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | 0. | | |
| c Treated as distributions out of corpus (Election required - see instructions) ** | 18,461. | | | |
| d Applied to 2016 distributable amount | | | | 181,311. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2016 (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 | 18,461. | | | |
| 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 2015. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 | | | | 45,998,283. |
| 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) | 18,461. | | | |
| 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2012 | | | | |
| b Excess from 2013 | | | | |
| c Excess from 2014 | | | | |
| d Excess from 2015 | | | | |
| e Excess from 2016 | | | | |

** SEE STATEMENT 19

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 2016, 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 | | | | (e) Total |
|---|----------|----------|----------|----------|-----------|
| | (a) 2016 | (b) 2015 | (c) 2014 | (d) 2013 | |
| 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:

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

- c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution * * | Amount |
|---|--|--------------------------------------|---|--------------------|
| a Paid during the year | | | | |
| 826 MICHIGAN 115 E. LIBERTY STREET ANN ARBOR, MI 48104 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| 826 MICHIGAN 115 E. LIBERTY STREET ANN ARBOR, MI 48104 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| AA ALUMNI FDN, INC. 23 HAWTHORNE AVENUE FLORAL PARK, NY 11001 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| ADAT SHALOM SYNAGOGUE 29901 MIDDLEBELT ROAD FARMINGTON HILLS, MI 48334 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 680. |
| AKIVA HEBREW DAY SCHOOL - YESHIVAT AKIVA 21100 W. 12 MILE ROAD SOUTHFIELD, MI 48076 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT AKIVA'S ACADEMIC IMPROVEMENT PLAN | 750,000. |
| Total | SEE CONTINUATION SHEET(S) | | | 37,378,367. |
| b Approved for future payment | | | | |
| AKIVA HEBREW DAY SCHOOL - YESHIVAT AKIVA 21100 W. 12 MILE ROAD SOUTHFIELD, MI 48076 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT AKIVA'S ACADEMIC IMPROVEMENT PLAN | 500,000. |
| AMERICAN FRIENDS OF START-UP NATION INC. 551 FIFTH AVENUE NEW YORK, NY 10176 | | PC - PUBLIC CHARITY DESCRIBED | FOR CAPACITY BUILDING AND PROJECT SUPPORT TO FOSTER THE GROWTH AND INTERNATIONAL AWARENESS OF THE | 3,500,000. |
| AMERICAN FRIENDS OF THE ISRAEL DEMOCRACY INSTITUTE, INC. 1266 WEST PACES FERRY ROAD, #615 ATLANTA, GA 30327-2306 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE ISRAEL DEMOCRACY INSTITUTE'S EFFORTS TO STRENGTHEN THE FOUNDATIONS OF ISRAEL DEMOCRACY | 250,000. |
| Total | SEE CONTINUATION SHEET(S) | | | 26,481,500. |

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue; 2 Membership dues and assessments; 3 Interest on savings and temporary cash investments; 4 Dividends and interest from securities; 5 Net rental income or (loss) from real estate; 6 Net rental income or (loss) from personal property; 7 Other investment income; 8 Gain or (loss) from sales of assets other than inventory; 9 Net income or (loss) from special events; 10 Gross profit or (loss) from sales of inventory; 11 Other revenue; 12 Subtotal; 13 Total.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content includes 'N/A' for all entries.

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content includes 'N/A' for all entries.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: Ethan Davidson, Date: 11-14-17, Title: Treasurer. May the IRS discuss this return with the preparer shown below (see instr)? [] Yes [X] No

Paid Preparer Use Only Print/Type preparer's name: LYNNE M. HUISMANN, Preparer's signature: LYNNE M. HUISMANN, Date: 11/9/17, Check self-employed: [], PTIN: P00053811, Firm's name: PLANTE & MORAN, PLLC, Firm's EIN: 38-1357951, Firm's address: 2601 CAMBRIDGE COURT, SUITE 500, AUBURN HILLS, MI 48326, Phone no.: 248-352-2500

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 NORTHERN TRUST CASH | P | VARIOUS | VARIOUS |
| b NORTHERN TRUST JOHNSTON | P | VARIOUS | VARIOUS |
| c NORTHERN TRUST SAILING | P | VARIOUS | VARIOUS |
| d 0012 K-1 | P | VARIOUS | VARIOUS |
| e 0019 K-1 | P | VARIOUS | VARIOUS |
| f 0020 K-1 | P | VARIOUS | VARIOUS |
| g 0048 K-1 | P | VARIOUS | VARIOUS |
| h CAPITAL GAINS DIVIDENDS | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| (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 210,634,886. | | 208,565,753. | 2,069,133. |
| b 2,728,141. | | 3,187,510. | -459,369. |
| c 4,082,199. | | 4,508,375. | -426,176. |
| d | | | -184,959. |
| e | | | 524,258. |
| f | | | 15,108. |
| g | | | -62. |
| h 1,379,438. | | | 1,379,438. |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|--------------------------------------|---|---|
| (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 | |
| a | | | 2,069,133. |
| b | | | -459,369. |
| c | | | -426,176. |
| d | | | -184,959. |
| e | | | 524,258. |
| f | | | 15,108. |
| g | | | -62. |
| h 1,379,438. | | | 1,379,438. |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| | | |
|---|---|------------|
| 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 | 2,917,371. |
| 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 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 |
|---|--|--------------------------------------|---|--------------------|
| ALTERNATIVES FOR GIRLS 903 WEST GRAND BOULEVARD DETROIT, MI 48208 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 600. |
| ALTERNATIVES FOR GIRLS 903 WEST GRAND BOULEVARD DETROIT, MI 48208 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 400. |
| AMERICAN CANCER SOCIETY P.O. BOX 22718 OAKLAHOMA CITY, OK 72123-1718 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 150. |
| AMERICAN COMMITTEE FOR WEIZMANN INSTITUTE OF SCIENCE, INC. 633 3RD AVENUE 20TH FLOOR NEW YORK, NY 10017 | | PC - PUBLIC CHARITY DESCRIBED | TO PROVIDE CONTINUING SUPPORT | 2,500,000. |
| AMERICAN FRIENDS OF START-UP NATION INC. 551 FIFTH AVENUE NEW YORK, NY 10176 | | PC - PUBLIC CHARITY DESCRIBED | FOR CAPACITY BUILDING AND PROJECT SUPPORT TO FOSTER THE GROWTH AND INTERNATIONAL AWARENESS OF THE | 1,500,000. |
| AMERICAN FRIENDS OF THE ISRAEL DEMOCRACY INSTITUTE, INC. 1266 WEST PACES FERRY ROAD, #615 ATLANTA, GA 30327-2306 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE ISRAEL DEMOCRACY INSTITUTE'S EFFORTS TO STRENGTHEN THE FOUNDATIONS OF ISRAEL DEMOCRACY | 250,000. |
| AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE SUITE 2540 NEW YORK, NY 10110 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT A DAVIDSON FOUNDATION SERIES OF EXHIBITIONS IN THE ENTRANCE GALLERY OF THE ISRAEL MUSEUM'S | 350,000. |
| AMERICAN FRIENDS OF THE ISRAEL SPORT CENTER FOR THE DISABLED P.O. BOX 667 DEERFIELD, IL 60015 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT PRE-SCHOOL PROGRAMS | 10,000. |
| AMERICAN FRIENDS OF YAHAD-IN-UNUM 25 WEST 45TH STREET SUITE 1405 NEW YORK, NY 10036 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE COMPLETION OF DOCUMENTATION WORK IN EASTERN EUROPE AND THE FORMER SOVIET UNION | 1,000,000. |
| AMERICAN ISRAEL EDUCATION FOUNDATION 251 H STREET NW WASHINGTON, DC 20001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 1,000,000. |
| Total from continuation sheets | | | | 36,625,487. |

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 |
|--|--|--------------------------------------|--|------------|
| AMERICAN JEWISH COMMITTEE 165 E. 56TH STREET NEW YORK, NY 10022 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT PROJECT INTERCHANGE | 350,000. |
| AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC. 711 THIRD AVENUE, 9TH FLOOR NEW YORK, NY 10017 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT JDC-BBYO JEWISH SERVICE CORPS FELLOWSHIP EXPANSION | 250,000. |
| AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC. 711 THIRD AVENUE, 9TH FLOOR NEW YORK, NY 10017 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE SZARVAS CAMP | 10,000. |
| ANTI-DEFAMATION LEAGUE 25800 NORTHWESTERN HIGHWAY SUITE 980 SOUTHFIELD, MI 48075 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| ANTI-DEFAMATION LEAGUE 25800 NORTHWESTERN HIGHWAY SUITE 980 SOUTHFIELD, MI 48075 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| AREIVIM PHILANTHROPIC GROUP, INC. 729 SEVENTH AVENUE 9TH FLOOR NEW YORK, NY 10019 | | PC - PUBLIC CHARITY DESCRIBED | TO DEVELOP AND SUPPORT TRANSFORMATIONAL PROJECTS THROUGH FORMAL AND EXPERIENTIAL JEWISH, | 50,000. |
| BAR ILAN UNIVERSITY IN ISRAEL 160 EAST 56TH STREET, 5TH FLOOR NEW YORK, NY 10022 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE FEASIBILITY STUDIES ON JEWISH DAY SCHOOLS IN THE DETROIT METRO AREA | 40,000. |
| BARBARA ANN KARMANOS CANCER INSTITUTE 4100 JOHN R (MAIL CODE: NC06DS) DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE ANNUAL PARTNERS NIGHT EVENT | 10,000. |
| BIRTHRIGHT ISRAEL FOUNDATION 33 EAST 33RD STREET SEVENTH FLOOR NEW YORK, NY 10016 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT BIRTHRIGHT ISRAEL | 1,000,000. |
| BREAKWATER LEARNING 856 BRIGHTON AVENUE PORTLAND, ME 04102 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 500. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|--|------------|
| CHABAD OF GREATER DOWNTOWN DETROIT 278 MACK AVENUE DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 100. |
| CHALLENGE DETROIT 2725 NAKOTA ROAD ROYAL OAK, MI 48067 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 100. |
| CHILDREN'S HOSPITAL OF MICHIGAN FOUNDATION 3901 BEAUBIEN DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | FOR GENERAL OPERATING SUPPORTING THE HEALING ARTS COMMUNITY PATIENT LIAISON | 10,000. |
| CHILDREN'S HOSPITAL OF MICHIGAN FOUNDATION 3901 BEAUBIEN DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 150. |
| CLARION FUND, INC. 1717 PENNSYLVANIA AVENUE, NW, #1025 WASHINGTON, DC 20006 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE CENSORED WOMEN'S FILM FESTIVAL OR AS NEEDED | 50,000. |
| COMERICA CHARITABLE TRUST P.O. BOX 75000 DETROIT, MI 48275-3418 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS OF THE JALEN ROSE CHARITABLE FUND | 5,000. |
| COMMUNITY FOUNDATION FOR SOUTHEAST MICHIGAN 333 WEST FORT STREET SUITE 2010 DETROIT, MI 48226-3134 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE NEW ECONOMY INITIATIVE | 1,250,000. |
| COMMUNITY FOUNDATION OF GREATER FLINT 500 SOUTH SAGINAW STREET, SUITE 200 FLINT, MI 48502-1856 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| COMMUNITY FOUNDATION OF GREATER FLINT 500 SOUTH SAGINAW STREET, SUITE 200 FLINT, MI 48502-1856 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE FLINT CHILD HEALTH & DEVELOPMENT FUND IN RESPONSE TO THE FLINT WATER CRISIS | 200,000. |
| CONGREGATION AISH HATORAH OF HUNTINGTON WOODS, INC. 25725 COOLIDGE HIGHWAY OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT FAMILY EDUCATION PROGRAMS | 340,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|---|--------------------------------|--|----------|
| CONGREGATION B'NAI B'RITH HILLEL 360 CHARLES STREET EAST LANSING, MI 48823 | | PC - PUBLIC CHARITY DESCRIBED | TO CONTINUE THE SUPPORT OF THREE ISRAEL FELLOWS - ONE EACH AT HILLEL OF METRO DETROIT (HMD), | 150,000. |
| CONGREGATION SHAAREY ZEDEK 27375 BELL ROAD SOUTHFIELD, MI 48034 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,768. |
| CONGREGATION SHAAREY ZEDEK 27375 BELL ROAD SOUTHFIELD, MI 48034 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 600,000. |
| CONGREGATION SHAAREY ZEDEK 27375 BELL ROAD SOUTHFIELD, MI 48034 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE RABBI AARON STARR DISCRETIONARY FUND | 5,000. |
| CONGREGATION SHAAREY ZEDEK 27375 BELL ROAD SOUTHFIELD, MI 48034 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE RABBI YONATAN DAHLEN DISCRETIONARY FUND | 5,000. |
| COUNCIL OF MICHIGAN FOUNDATIONS ONE SOUTH HARBOR DRIVE, SUITE 3 GRAND HAVEN, MI 49417 | | PC - PUBLIC CHARITY DESCRIBED | MEMBERSHIP | 20,000. |
| COUNCIL OF MICHIGAN FOUNDATIONS ONE SOUTH HARBOR DRIVE, SUITE 3 GRAND HAVEN, MI 49417 | | PC - PUBLIC CHARITY DESCRIBED | MEMBERSHIP | 27,600. |
| COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE, SUITE 700 ARLINGTON, VA 22202 | | PC - PUBLIC CHARITY DESCRIBED | MEMBERSHIP | 23,100. |
| CRANBROOK EDUCATIONAL COMMUNITY 39221 WOODWARD AVENUE PO BOX 801 BLOOMFIELD HILLS, MI 48303-0801 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| CRANBROOK EDUCATIONAL COMMUNITY 39221 WOODWARD AVENUE PO BOX 801 BLOOMFIELD HILLS, MI 48303-0801 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 300. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|---|---------|
| CRANBROOK EDUCATIONAL COMMUNITY 39221 WOODWARD AVENUE PO BOX 801 BLOOMFIELD HILLS, MI 48303-0801 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| CROSSROADS OF MICHIGAN 2424 WEST GRAND BOULEVARD DETROIT, MI 48208 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 600. |
| DANA-FARBER CANCER INSTITUTE, INC. 450 BROOKLINE AVENUE BOSTON, MA 02215 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| DETROIT CHILDREN'S FUND 100 TALON CENTER DRIVE, SUITE 100 DETROIT, MI 48207 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 10,000. |
| DETROIT COUNTRY DAY 22305 W 13 MILE RD BEVERLY HILLS, MI 48025 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE MIDDLE SCHOOL LIBRARY IMPROVEMENTS | 10,000. |
| DETROIT COUNTRY DAY 22305 W 13 MILE RD BEVERLY HILLS, MI 48025 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE MIDDLE SCHOOL LIBRARY | 50,000. |
| DETROIT COUNTRY DAY 22305 W 13 MILE RD BEVERLY HILLS, MI 48025 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT TECHNOLOGY AT THE JUNIOR SCHOOL | 15,000. |
| DETROIT EDUCATION TELEVISION FOUNDATION 1 CLOVER COURT WIXOM, MI 48393 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 100. |
| DETROIT EDUCATIONAL TELEVISION FOUNDATION WTVS-CHANNEL 56 IN DETROIT 1 CLOVER COURT WIXOM, MI 48393-2247 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 450. |
| DETROIT FOOD & ENTREPRENEURSHIP ACADEMY 4444 2ND AVENUE DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|---|----------|
| DETROIT JEWISH NEWS FOUNDATION 29200 NORTHWESTERN HIGHWAY, SUITE 110 SOUTHFIELD, MI 48034 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 400. |
| DETROIT POLICE ATHLETIC LEAGUE INC. 111 WEST WILLIS DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT KIDS AT THE CORNER CAMPAIGN | 500,000. |
| DETROIT RIVERFRONT CONSERVANCY 600 RENAISSANCE CENTER, SUITE 1720 DETROIT, MI 48243 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| DETROIT SYMPHONY ORCHESTRA INC. 3711 WOODWARD AVENUE DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE HEROS GALA | 25,000. |
| DETROIT SYMPHONY ORCHESTRA INC. 3711 WOODWARD AVENUE DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 20,000. |
| DOWNTOWN DETROIT PARTNERSHIP, INC. 600 RENAISSANCE CENTER, SUITE 1740 DETROIT, MI 48243 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT DETROIT HOMECOMING | 100,000. |
| EASTERN MICHIGAN UNIVERSITY FOUNDATION 850 W. CROSS STREET, 112 WELCH HALL YPSILANTI, MI 48197 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| EASTERN MICHIGAN UNIVERSITY FOUNDATION 850 W. CROSS STREET, 112 WELCH HALL YPSILANTI, MI 48197 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| EINSTEIN EDUCATION ECOSYSTEM 1428 ARDMOOR DRIVE BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 10,000. |
| EINSTEIN EDUCATION ECOSYSTEM 1428 ARDMOOR DRIVE BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 10,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|--|------------|
| EMPOWERMENT CHURCH 24300 SOUTHFIELD ROAD, SUITE 105 SOUTHFIELD, MI 48075 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 5,730. |
| ENDEAVOR DETROIT 333 WEST FORT STREET, SUITE 2010 DETROIT, MI 48226 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 125,000. |
| FJC - A FOUNDATION OF DONOR ADVISED FUNDS 520 8TH AVENUE, 20TH FLOOR NEW YORK, NY 10018 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT "THE CONVERSATION" CONFERENCE ORGANIZED BY THE JEWISH WEEK | 5,000. |
| FORGOTTEN HARVEST, INC. 21800 GREENFIELD ROAD OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| FORGOTTEN HARVEST, INC. 21800 GREENFIELD ROAD OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 500. |
| FORGOTTEN HARVEST, INC. 21800 GREENFIELD ROAD OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 100. |
| FORGOTTEN HARVEST, INC. 21800 GREENFIELD ROAD OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 10,000. |
| FORGOTTEN HARVEST, INC. 21800 GREENFIELD ROAD OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| FOUNDATION FOR DETROIT'S FUTURE 333 WEST FORT STREET, SUITE 2010 DETROIT, MI 48226 | | SO I - TYPE I SUPPORTING ORGAN | FOR SUPPORT OF THE GRAND BARGAIN FOR THE DETROIT INSTITUTE OF THE ARTS | 1,250,000. |
| FOUNDATION FOR JEWISH CAMP, INC. 253 WEST 35TH ST. 4TH FL. NEW YORK, NY 10001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT HEBREW IMMERSION SUMMER CAMP EXPERIENCES FOR 1,960 JEWISH YOUTH AT 20 CAMPS | 120,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|---|----------|
| FRESH AIR SOCIETY 6735 TELEGRAPH RD. #380 BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT CAPITAL IMPROVEMENTS | 555,000. |
| FRIENDS OF ELNET 641 LEXINGTON AVENUE, 17TH FLOOR NEW YORK, NY 10022 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS FOR THE BRUSSELS OFFICE OF ELNET | 400,000. |
| FRIENDS OF IR DAVID, INC. 575 LEXINGTON AVENUE, 4TH FLOOR NEW YORK, NY 10022 | | PC - PUBLIC CHARITY DESCRIBED | FOR PROGRAM SUPPORT | 10,000. |
| FRIENDSHIP CIRCLE 6892 WEST MAPLE ROAD WEST BLOOMFIELD, MI 48322 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE LESSONS FOR LIFE PROGRAM | 50,000. |
| GOOD NEIGHBORS FOOD PANTRY OF BOYNE CITY P.O. BOX 35 BOYNE CITY, MI 49712 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| GRANT MANAGERS NETWORK 1666 K STREET NW, SUITE 440 WASHINGTON, DC 20006 | | PC - PUBLIC CHARITY DESCRIBED | MEMBERSHIP | 5,250. |
| GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1725 DESALES ST. NW, SUITE 404 WASHINGTON, DC 20036 | | PC - PUBLIC CHARITY DESCRIBED | MEMBERSHIP | 12,000. |
| GREENING OF DETROIT 1418 MICHIGAN AVENUE DETROIT, MI 48216 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| GUARDIAN INDUSTRIES EDUCATIONAL FOUNDATION 2300 HARMON ROAD AUBURN HILLS, MI 48326 | | PF - PRIVATE NON-OPERATING FOU | TO SUPPORT SCHOLARSHIP FUNDING | 138,000. |
| HAVEN, INC 30400 TELEGRAPH ROAD SUITE 101 BINGHAM FARMS, MI 48025 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,500. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|--|----------|
| HENRY FORD HEALTH SYSTEM 2799 WEST GRAND BOULEVARD DETROIT, MI 48202 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| HILLEL DAY SCHOOL OF METROPOLITAN DETROIT 32200 MIDDLEBELT RD FARMINGTON HILLS, MI 48334 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT DAY SCHOOL TUITION ASSISTANCE | 479,559. |
| HILLEL DAY SCHOOL OF METROPOLITAN DETROIT 32200 MIDDLEBELT RD FARMINGTON HILLS, MI 48334 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| HILLEL DAY SCHOOL OF METROPOLITAN DETROIT 32200 MIDDLEBELT RD FARMINGTON HILLS, MI 48334 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE TRIP TO HEBREW PUBLIC IN EAST BRUNSWICK, NJ TO OBSERVE HEBREW LANGUAGE CURRICULUM | 5,000. |
| HILLEL: THE FOUNDATION FOR JEWISH CAMPUS LIFE (HILLEL INTERNATIONAL) 800 8TH ST., NW WASHINGTON, DC 20001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE ISRAEL ACTION PLAN | 500,000. |
| HOLOCAUST MEMORIAL CENTER 28123 ORCHARD LAKE ROAD FARMINGTON HILLS, MI 48334 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE 32ND ANNIVERSARY DINNER | 7,500. |
| HOLOCAUST MEMORIAL CENTER 28123 ORCHARD LAKE ROAD FARMINGTON HILLS, MI 48334 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 640. |
| HOLOCAUST MEMORIAL CENTER 28123 ORCHARD LAKE ROAD FARMINGTON HILLS, MI 48334 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 304. |
| HOLY NAME CATHOLIC CHURCH 630 HARMON BIRMINGHAM, MI 48009 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 230. |
| HOLY NAME CATHOLIC CHURCH 630 HARMON BIRMINGHAM, MI 48009 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 6,650. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|---|------------|
| HOLY NAME CATHOLIC CHURCH 630 HARMON BIRMINGHAM, MI 48009 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 400. |
| HUMBLE DESIGN 180 N. SAGINAW PONTIAC, MI 48342 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 150. |
| IMAGINATION PRODUCTIONS (DBA: JERUSALEM U) 11110 W OAKLAND PARK BLVD SUITE 288 SUNRISE, FL 33351 | | PC - PUBLIC CHARITY DESCRIBED | TO DEVELOP NEW PRODUCTS AND EXPAND OUTREACH FOR EDUCATIONAL PROGRAMMING | 1,000,000. |
| INDEPENDENT SECTOR 1602 L STREET NW, SUITE 900 WASHINGTON, DC 20036 | | PC - PUBLIC CHARITY DESCRIBED | MEMBERSHIP | 15,000. |
| INTERFAITH LEADERSHIP COUNCIL OF METRO DETROIT 10821 CAPITAL OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 400. |
| ISAAC AGREE DOWNTOWN SYNAGOGUE 1457 GRISWOLD DETROIT, MI 48226 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 360. |
| ISRAEL & CO. 205 E. 42ND STREET NEW YORK, NY 10017 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 250,000. |
| ISRAEL ON CAMPUS COALITION P.O. BOX 34640 WASHINGTON, DC 20043 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE TAMID INVESTMENT GROUP TO PROVIDE STUDENT CONFERENCES | 100,000. |
| JARC 30301 NORTHWESTERN HIGHWAY, SUITE 100 FARMINGTON HILLS, MI 48334 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| JEAN AND SAMUEL FRANKEL JEWISH ACADEMY OF METROPOLITAN DETROIT 6600 WEST MAPLE ROAD WEST BLOOMFIELD, MI 48322 | | PC - PUBLIC CHARITY DESCRIBED | TO INCREASE THE QUALITY OF EDUCATION | 750,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|--|------------|
| JEAN AND SAMUEL FRANKEL JEWISH ACADEMY OF METROPOLITAN DETROIT 6600 WEST MAPLE ROAD WEST BLOOMFIELD, MI 48322 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 340. |
| JEWISH AGENCY OF ISRAEL - NORTH AMERICAN COUNCIL 633 3RD AVENUE SUITE 32C NEW YORK, NY 10017 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE GRANTEE'S FIDUCIARY SUPPORT TO ONWARD ISRAEL | 1,100,000. |
| JEWISH CAUSES OF CHOICE INC. 384 HARVARD STREET BROOKLINE, MA 02446 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE GRANTEE'S SCALING OF SHALOMLEARNING, INC.'S OPERATIONS AND PROGRAMMING | 483,232. |
| JEWISH COMMUNITY CENTER OF METROPOLITAN DETROIT 6600 W. MAPLE ROAD WEST BLOOMFIELD, MI 48322 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT SCHOLARSHIPS FOR DAY CAMP AT THE JCC SUMMER CAMP | 135,000. |
| JEWISH COMMUNITY RELATIONS COUNCIL OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD, SUITE #140 BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 108. |
| JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT A DETROIT JEWISH POPULATION STUDY TO PROVIDE INFORMATION FOR COMMUNITY PLANNING FOR | 100,000. |
| JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE ANNUAL CAMPAIGN | 1,600,000. |
| JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT NEXTGEN AND AFFINITIES | 500,000. |
| JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 712. |
| JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE FRANKLIN JEWISH NEIGHBORHOOD PROJECT | 25,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|--|------------|
| JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 100. |
| JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 3,000. |
| JEWISH FUNDERS NETWORK 150 WEST 30TH ST. SUITE 900 NEW YORK, NY 10001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE INTERNATIONAL CONFERENCE | 18,000. |
| JEWISH FUNDERS NETWORK 150 WEST 30TH ST. SUITE 900 NEW YORK, NY 10001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE RASHI FOUNDATION'S MAGSHIMIM NATIONAL CYBER EDUCATION INITIATIVE AND INCREASE THE | 1,500,000. |
| JEWISH FUNDERS NETWORK 150 WEST 30TH ST. SUITE 900 NEW YORK, NY 10001 | | PC - PUBLIC CHARITY DESCRIBED | MEMBERSHIP | 15,000. |
| JEWISH FUNDERS NETWORK 150 WEST 30TH ST. SUITE 900 NEW YORK, NY 10001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE JFN CONFERENCE | 25,000. |
| JEWISH INTERACTIVE INC. 1745 BROADWAY, 17TH FLOOR NEW YORK, NY 10019 | | PC - PUBLIC CHARITY DESCRIBED | TO IMPLEMENT JITAP, INCLUDING OFFERING SUBSCRIPTIONS TO JEWISH SCHOOLS IN MICHIGAN | 15,000. |
| JEWISH LEARNING INSTITUTE, INC. 822 EASTERN PARKWAY SUITE 1 BROOKLYN, NY 11213 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT ENDOWMENT OF A NEW DEPARTMENT OF ISRAEL EDUCATION | 500,000. |
| JEWISH SENIOR LIFE OF METROPOLITAN DETROIT 6701 WEST MAPLE ROAD WEST BLOOMFIELD, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 400. |
| JEWISH THEOLOGICAL SEMINARY OF AMERICA 3080 BROADWAY NEW YORK, NY 10027-4649 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 1,200,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|--|------------|
| JEWISH THEOLOGICAL SEMINARY OF AMERICA 3080 BROADWAY NEW YORK, NY 10027-4649 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 100. |
| JEWISH VOCATIONAL SERVICE AND COMMUNITY WORKSHOP 29699 SOUTHFIELD ROAD SOUTHFIELD, MI 48076 | | PC - PUBLIC CHARITY DESCRIBED | FOR GENERAL SUPPORT AND TO HONOR BOARD CHAIR AARON CHERNOW | 5,000. |
| JEWISH WOMEN'S RENAISSANCE PROJECT 6101 EXECUTIVE BLVD SUITE 390 ROCKVILLE, MD 20852 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT MOMENTUM TRIPS | 250,000. |
| JEWISH WOMEN'S RENAISSANCE PROJECT 6101 EXECUTIVE BLVD SUITE 390 ROCKVILLE, MD 20852 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT TRANSFORMATIONAL TRIPS TO ISRAEL FOR JEWISH MOTHERS, CONNECTING PARTICIPANTS TO THEIR | 1,250,000. |
| KADIMA JEWISH SUPPORT SERVICES FOR ADULTS WITH MENTAL ILLNESS 15999 WEST TWELVE MILE ROAD SOUTHFIELD, MI 48076 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 500. |
| KENYARELIEF.ORG 101 1ST AVENUE NE, SUITE 200 CULLMAN, AL 35055 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| KNKX A/K/A FRIENDS OF 88.5 FM 12180 PARK AVENUE S. TACOMA, WA 98447-0885 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 160. |
| LIMMUD MICHIGAN INC. 19785 W. 12 MILE ROAD, #521 SOUTHFIELD, MI 48076 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE FIRST ANNUAL DAY OF JEWISH LEARNING | 5,000. |
| MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55905 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE PRESIDENT'S STRATEGIC INITIATIVE FUND | 10,000. |
| MICHIGAN LYME DISEASE ASSOCIATION 35431 BRUSH STREET WAYNE, MI 48184 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|---|----------|
| MICHIGAN OPERA THEATRE 1526 BROADWAY DETROIT, MI 48226 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT REGIONAL PRODUCTIONS, COMMUNITY EDUCATION AND STUDIO ARTIST PROGRAMS | 500,000. |
| NATIONAL MULTIPLE SCLEROSIS SOCIETY MICHIGAN CHAPTER 21311 CIVIC CENTER DRIVE SOUTHFIELD, MI 48076 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| NATIONAL RAMAH COMMISSION 3080 BROADWAY NEW YORK, NY 10027 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT RAMAH FELLOWS | 265,000. |
| NEW BEGINNINGS ANIMAL RESCUE 2502 ROCHESTER ROAD ROYAL OAK, MI 48073 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| NLI USA INC. 25 W. 45TH STREET, SUITE 1405 NEW YORK, NY 10036 | | PC - PUBLIC CHARITY DESCRIBED | TO ESTABLISH A FUND FOR THE NATIONAL LIBRARY OF ISRAEL TO PURSUE STRATEGIC ACQUISITIONS AS THEY | 500,000. |
| OHOLEI YOSEF YITZCHAK LUBAVITCH 14100 W. 9 MILE ROAD OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT JEWISH FAMILY OUTREACH IN FRANKLIN, MI AREA (CHABAD OF BINGHAM FARMS) | 7,500. |
| ORT AMERICA, INC. 75 MAIDEN LANE, 10TH FLOOR NEW YORK, NY 10038 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE RENOVATION OF THE KPAR HASSIDIM SPORTS FACILITIES | 250,000. |
| OUR LADY OF THE ROSARY PARISH 5930 WOODWARD AVENUE DETROIT, MI 48202 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 800. |
| PEF ISRAEL ENDOWMENT FUNDS INC. 630 THIRD AVE, STE 1501 NEW YORK, NY 10017 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT VIBE ISRAEL'S PROGRAM EXPANSION AND EXISTING PROGRAMS SUCH AS VIBE TOURS | 100,000. |
| PLANNED PARENTHOOD FEDERATION OF AMERICA, INC. 123 WILLIAMS STREET, 10TH FLOOR NEW YORK, NY 10038 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|--|---------|
| PLANNED PARENTHOOD FEDERATION OF AMERICA, INC. 123 WILLIAMS STREET, 10TH FLOOR NEW YORK, NY 10039 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| PLANNED PARENTHOOD OF MICHIGAN P.O. BOX 3673 ANN ARBOR, MI 48106-3673 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| PLANNED PARENTHOOD OF MICHIGAN P.O. BOX 3673 ANN ARBOR, MI 48106-3673 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 100. |
| PROTECT OUR DEFENDERS FOUNDATION 20 PARK ROAD, SUITE E BURLINGAME, CA 94010 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| PROTECT OUR DEFENDERS FOUNDATION 20 PARK ROAD, SUITE E BURLINGAME, CA 94010 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| PROVINCE OF ST. JOSEPH OF THE CAPUCHIN ORDER 1820 MOUNT ELLIOTT STREET DETROIT, MI 48207 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 8012 ANN ARBOR, MI 48109 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 8012 ANN ARBOR, MI 48109 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE AARON FAMILY FUND AT C.S. MOTT CHILDREN'S HOSPITAL | 15,000. |
| REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 8012 ANN ARBOR, MI 48109 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE ATHLETIC DEPARTMENT'S LACROSSE TEAM'S SCHOLARSHIP | 10,000. |
| REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 8012 ANN ARBOR, MI 48109 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE ALUMNI ASSOCIATION OF THE UNIVERSITY OF MICHIGAN'S CAMP MICHIGANIA KIDS | 10,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|--|------------|
| REPAIR THE WORLD, INC. 555 8TH AVENUE SUITE 1703 NEW YORK, NY 10027 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT ITS DETROIT COMMUNITIES PROGRAM | 350,000. |
| ROEPER CITY & COUNTRY SCHOOL, INC. 41190 WOODWARD AVENUE BLOOMFIELD HILLS, MI 48009 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| ROEPER CITY & COUNTRY SCHOOL, INC. 41190 WOODWARD AVENUE BLOOMFIELD HILLS, MI 48009 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 5,000. |
| RUTH ELLIS CENTER 77 VICTOR STREET HIGHLAND PARK, MI 48203 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 5,000. |
| SAINT MARY'S HALL 9401 STARCREST DRIVE SAN ANTONIO, TX 79217 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| SARA & MORRIS TUGMAN BAIS CHABAD OF WEST BLOOMFIELD 5595 W. MAPLE ROAD WEST BLOOMFIELD, MI 48322 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT COMMUNITY-WIDE JEWISH EDUCATION PROGRAMMING | 7,500. |
| SARAH LAWRENCE COLLEGE 1 MEAD WAY BRONXVILLE, NY 10708 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| SARAH LAWRENCE COLLEGE 1 MEAD WAY BRONXVILLE, NY 10708 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| SEFARIA, INC. 174 HUDSON STREET, SIXTH FLOOR NEW YORK, NY 10013 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE GRANTEE'S LEGAL AND TECHNICAL ABILITY TO PUBLISH RABBI STEINSALTZ'S ENGLISH | 2,800,000. |
| SHARE OUR STRENGTH, INC. 1030 15TH STREET NW, SUITE 1100 W WASHINGTON, DC 20005 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|--|----------|
| SPARTAN KID CARE, INC. 33 CRESCENT ROAD EAST LANSING, MI 48823 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,000. |
| THE BALDWIN CENTER, INC. P.O. BOX 420700 PONTIAC, MI 48342 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| THE DETROIT INSTITUTE OF ARTS 5200 WOODWARD AVENUE DETROIT, MI 48202 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE DIA ENDOWMENT | 20,000. |
| THE EDISON INSTITUTE (DBA THE HENRY FORD) 20900 OAKWOOD BOULEVARD DEARBORN, MI 48124-5029 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT ITS TRANSFORMATION AND GROWTH | 500,000. |
| THE EDISON INSTITUTE (DBA THE HENRY FORD) 20900 OAKWOOD BOULEVARD DEARBORN, MI 48124-5029 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 15,000. |
| THE EMPOWERMENT PLAN 1401 VERMONT ST. DETROIT, MI 48216 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 5,000. |
| THE FISTULA FOUNDATION 1922 THE ALAMEDA, SUITE 302 SAN JOSE, CA 95126 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| THE LEUKEMIA & LYMPHOMA SOCIETY 1471 E. 12 MILE ROAD MADISON HEIGHTS, MI 48071 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 2,000. |
| THE MIAMI FOUNDATION 40 NW 3RD STREET, SUITE 305 MIAMI, FL 33128 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE MIKE MCGONIGAL GOSPEL PROJECT | 10,000. |
| THE PHILANTHROPY ROUNDTABLE 1120 20TH STREET NW, SUITE 550 SOUTH WASHINGTON, DC 20036 | | PC - PUBLIC CHARITY DESCRIBED | MEMBERSHIP | 15,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|--|------------|
| THE PHILANTHROPY ROUNDTABLE 1120 20TH STREET NW, SUITE 550 SOUTH WASHINGTON, DC 20036 | | PC - PUBLIC CHARITY DESCRIBED | TO HOST A REGIONAL MEETING IN DETROIT FOR PHILANTHROPISTS AND PRIVATE FOUNDATIONS WHO HAVE AN INTEREST | 60,000. |
| THE SCHECHTER INSTITUTES, INC. BOX #3566, P.O. BOX 8500 PHILADELPHIA, PA 19178-3566 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT PLURALISTIC JEWISH EDUCATION FOR ISRAELI SOCIETY | 2,000,000. |
| THE SCHECHTER INSTITUTES, INC. BOX #3566, P.O. BOX 8500 PHILADELPHIA, PA 19178-3566 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT RAMAH-UKRAINE CAMPS | 5,000. |
| TIP OF THE MITT WATERSHED COUNCIL 426 BAY STREET PETOSKEY, MI 49770-2428 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 200. |
| UNITED ISRAEL APPEAL INC. 130 EAST 59TH STREET NEW YORK, NY 10022 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE WORK OF JEWISH PEOPLE POLICY INSTITUTE IN ITS EFFORTS TO STEM THE GROWING POLARIZATION | 400,000. |
| UNIVERSITY MUSICAL SOCIETY 881 NORTH UNIVERSITY AVENUE, BURTON MEMORIAL TOWER ANN ARBOR, MI 48109-1011 | | PC - PUBLIC CHARITY DESCRIBED | TO HONOR THE SERVICE OF OSCAR FELDMAN ON THE BOARD OF THE WILLIAM DAVIDSON FOUNDATION BY | 150,000. |
| UNIVERSITY OF COLORADO FOUNDATION 1800 GRANT STREET, SUITE 725 DENVER, CO 80203 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE DEPRESSION CENTER CHALLENGE FUND AT THE UNIVERSITY OF COLORADO ANSCHUTZ | 15,000. |
| UNIVERSITY OF MICHIGAN HILLEL FOUNDATION 1429 HILL STREET ANN ARBOR, MI 48104 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE SHABBAT OUT OF THE BOX PROGRAM | 141,500. |
| UNIVERSITY OF MICHIGAN HILLEL FOUNDATION 1429 HILL STREET ANN ARBOR, MI 48104 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 108. |
| UNIVERSITY OF MICHIGAN HILLEL FOUNDATION 1429 HILL STREET ANN ARBOR, MI 48104 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 18,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|---|--------------------------------|---|------------|
| VENTURE FOR AMERICA INC. 40TH WEST 29TH STREET, SUITE 301 NEW YORK, NY 10001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE PUBLIC RELATIONS AND DISTRIBUTION OF GENERATION STARTUP DOCUMENTARY FILM | 400,000. |
| WASHINGTON INSTITUTE FOR NEAR EAST POLICY 1111 19TH STREET NW SUITE 500 WASHINGTON, DC 20036 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE MIDDLE EAST SCHOLARSHIP AND RESEARCH OF AMBASSADOR DENNIS ROSS AND SENIOR FELLOW GHAITH AL-OMARI | 525,000. |
| WEXNER FOUNDATION 8000 WALTON PARKWAY SUITE 110 NEW ALBANY, OH 43054 | | POF - PRIVATE OPERATING FOUNDA | TO SUPPORT THE WEXNER GRADUATE FELLOWSHIP/DAVIDSON SCHOLARS PROGRAM | 1,150,000. |
| WINNING FUTURES 27500 COSGROVE DRIVE WARREN, MI 48092 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE GREGORY KELSER BASKETBALL CAMP | 5,000. |
| YAD EZRA, INC. 2850 WEST 11 MILE ROAD BERKLEY, MI 48072 | | PC - PUBLIC CHARITY DESCRIBED | 2016 MATCHING GIFTS | 1,936. |
| YESHIVA BETH YEHUDAH 15751 LINCOLN DRIVE SOUTHFIELD, MI 48076 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE EFFORTS OF MARK FIELDS, GARY TORGOW AND SHRAGIE MYERS | 15,000. |
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| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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 |
|---|--|--------------------------------------|--|--------------------|
| AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE SUITE 2540 NEW YORK, NY 10110 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT A DAVIDSON FOUNDATION SERIES OF EXHIBITIONS IN THE ENTRANCE GALLERY OF THE ISRAEL MUSEUM'S | 700,000. |
| AMERICAN FRIENDS OF YAHAD-IN-UNUM 25 WEST 45TH STREET SUITE 1405 NEW YORK, NY 10036 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE COMPLETION OF DOCUMENTATION WORK IN EASTERN EUROPE AND THE FORMER SOVIET UNION | 1,000,000. |
| AMERICAN ISRAEL EDUCATION FOUNDATION 251 H STREET NW WASHINGTON, DC 20001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS | 1,000,000. |
| COLLEGE FOR CREATIVE STUDIES 201 EAST KIRBY DETROIT, MI 48201 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE DETROIT CITY OF DESIGN INITIATIVE | 100,000. |
| COMMUNITY FOUNDATION FOR SOUTHEAST MICHIGAN 333 WEST FORT STREET SUITE 2010 DETROIT, MI 48226-3134 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE NEW ECONOMY INITIATIVE | 3,750,000. |
| CONGREGATION AISH HATORAH OF HUNTINGTON WOODS, INC. 25725 COOLIDGE HIGHWAY OAK PARK, MI 48237 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT FAMILY EDUCATION PROGRAMS | 240,000. |
| CONGREGATION B'NAI B'RITH HILLEL 360 CHARLES STREET EAST LANSING, MI 48823 | | PC - PUBLIC CHARITY DESCRIBED | TO CONTINUE THE SUPPORT OF THREE ISRAEL FELLOWS - ONE EACH AT HILLEL OF METRO DETROIT (HMD), | 300,000. |
| FOUNDATION FOR JEWISH CAMP, INC. 253 WEST 35TH ST. 4TH FL. NEW YORK, NY 10001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT HEBREW IMMERSION SUMMER CAMP EXPERIENCES FOR 1,960 JEWISH YOUTH AT 20 CAMPS | 80,000. |
| HAROLD GRINSPOON FOUNDATION 380 UNION STREET WEST SPRINGFIELD, MA 01089 | | SO I - TYPE I SUPPORTING ORGAN | TO SUPPORT A LITERACY PROGRAM THAT PROVIDES JEWISH CHILDREN'S BOOKS AND MUSIC TO JEWISH AND INTERFAITH | 1,000,000. |
| HENRY FORD HEALTH SYSTEM 2799 WEST GRAND BOULEVARD DETROIT, MI 48202 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE HENRY FORD INNOVATION INSTITUTES CORE PROGRAM AND THE GLOBAL TECHNOLOGY DEVELOPMENT | 1,300,000. |
| Total from continuation sheets | | | | 22,231,500. |

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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 |
|--|--|--------------------------------------|--|------------|
| HILLEL: THE FOUNDATION FOR JEWISH CAMPUS LIFE (HILLEL INTERNATIONAL) 800 8TH ST., NW WASHINGTON, DC 20001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE ISRAEL ACTION PLAN | 500,000. |
| JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48301 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT NEXTGEN AND AFFINITIES | 500,000. |
| JEWISH WOMEN'S RENAISSANCE PROJECT 6101 EXECUTIVE BLVD SUITE 390 ROCKVILLE, MD 20852 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT TRANSFORMATIONAL TRIPS TO ISRAEL FOR JEWISH MOTHERS, CONNECTING PARTICIPANTS TO THEIR | 1,250,000. |
| MICHIGAN OPERA THEATRE 1526 BROADWAY DETROIT, MI 48226 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT REGIONAL PRODUCTIONS, COMMUNITY EDUCATION AND STUDIO ARTIST PROGRAMS | 500,000. |
| NLI USA INC. 25 W. 45TH STREET, SUITE 1405 NEW YORK, NY 10036 | | PC - PUBLIC CHARITY DESCRIBED | TO ESTABLISH A FUND FOR THE NATIONAL LIBRARY OF ISRAEL TO PURSUE STRATEGIC ACQUISITIONS AS THEY | 500,000. |
| PEF ISRAEL ENDOWMENT FUNDS INC. 630 THIRD AVE, STE 1501 NEW YORK, NY 10017 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT VIBE ISRAEL'S PROGRAM EXPANSION AND EXISTING PROGRAMS SUCH AS VIBE TOURS | 100,000. |
| REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 8012 ANN ARBOR, MI 48109 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE FOOD ALLERGY CENTER'S RECRUITMENT AND RETENTION EFFORTS AND UNDERWRITE A PORTION | 1,000,000. |
| SEFARIA, INC. 174 HUDSON STREET, SIXTH FLOOR NEW YORK, NY 10013 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE GRANTEE'S LEGAL AND TECHNICAL ABILITY TO PUBLISH RABBI STEINSALTZ'S ENGLISH | 1,700,000. |
| SHABBAT PROJECT, INC. DBA ONETABLE 79 MADISON AVENUE, 2ND FLOOR NEW YORK, NY 10019 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT GENERAL OPERATIONS AND CONTINUED GROWTH | 250,000. |
| THE SCHECHTER INSTITUTES, INC. BOX #3566, P.O. BOX 8500 PHILADELPHIA, PA 19178-3566 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT PLURALISTIC JEWISH EDUCATION FOR ISRAELI SOCIETY | 2,000,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (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 |
|---|--|--------------------------------------|---|------------|
| UNIVERSITY OF MICHIGAN HILLEL FOUNDATION 1429 HILL STREET ANN ARBOR, MI 48104 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE SHABBAT OUT OF THE BOX PROGRAM | 141,500. |
| VENTURE FOR AMERICA INC. 40TH WEST 29TH STREET, SUITE 301 NEW YORK, NY 10001 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE DETROIT PROGRAM AND VFA ACCELERATOR PROGRAM | 970,000. |
| WASHINGTON INSTITUTE FOR NEAR EAST POLICY 1111 19TH STREET NW SUITE 500 WASHINGTON, DC 20036 | | PC - PUBLIC CHARITY DESCRIBED | TO SUPPORT THE MIDDLE EAST SCHOLARSHIP AND RESEARCH OF AMBASSADOR DENNIS ROSS AND SENIOR FELLOW GHAITH AL-OMARI | 1,050,000. |
| WEXNER FOUNDATION 8000 WALTON PARKWAY SUITE 110 NEW ALBANY, OH 43054 | | POF - PRIVATE OPERATING FOUNDA | TO SUPPORT THE WEXNER GRADUATE FELLOWSHIP/DAVIDSON SCHOLARS PROGRAM | 2,300,000. |
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| Total from continuation sheets | | | | |

Part XV Supplementary Information

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

NAME OF RECIPIENT - AMERICAN FRIENDS OF START-UP NATION INC.

FOR CAPACITY BUILDING AND PROJECT SUPPORT TO FOSTER THE GROWTH AND
INTERNATIONAL AWARENESS OF THE ISRAELI INNOVATION ECOSYSTEM

NAME OF RECIPIENT - AMERICAN FRIENDS OF THE ISRAEL MUSEUM

TO SUPPORT A DAVIDSON FOUNDATION SERIES OF EXHIBITIONS IN THE ENTRANCE
GALLERY OF THE ISRAEL MUSEUM'S ARCHEOLOGY WING

NAME OF RECIPIENT - AREIVIM PHILANTHROPIC GROUP, INC.

TO DEVELOP AND SUPPORT TRANSFORMATIONAL PROJECTS THROUGH FORMAL AND
EXPERIENTIAL JEWISH, HEBREW, AND ISRAEL EDUCATION

NAME OF RECIPIENT - CONGREGATION B'NAI B'RITH HILLEL

TO CONTINUE THE SUPPORT OF THREE ISRAEL FELLOWS - ONE EACH AT HILLEL OF
METRO DETROIT (HMD), MICHIGAN STATE UNIVERSITY HILLEL (MSU HILLEL) AND
UNIVERSITY OF MICHIGAN HILLEL (U-M HILLEL)

NAME OF RECIPIENT - JEWISH FEDERATION OF METROPOLITAN DETROIT

TO SUPPORT A DETROIT JEWISH POPULATION STUDY TO PROVIDE INFORMATION FOR
COMMUNITY PLANNING FOR THE PRESENT AND FUTURE

NAME OF RECIPIENT - JEWISH FUNDERS NETWORK

TO SUPPORT THE RASHI FOUNDATION'S MAGSHIMIM NATIONAL CYBER EDUCATION
INITIATIVE AND INCREASE THE NUMBER OF PEOPLE IN ITS PROGRAMS

NAME OF RECIPIENT - JEWISH WOMEN'S RENAISSANCE PROJECT

TO SUPPORT TRANSFORMATIONAL TRIPS TO ISRAEL FOR JEWISH MOTHERS,
CONNECTING PARTICIPANTS TO THEIR HOMELAND, JEWISH VALUES AND COMMUNITY

Part XV Supplementary Information

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

NAME OF RECIPIENT - NLI USA INC.

TO ESTABLISH A FUND FOR THE NATIONAL LIBRARY OF ISRAEL TO PURSUE
STRATEGIC ACQUISITIONS AS THEY ARE DISCOVERED AND MADE AVAILABLE

NAME OF RECIPIENT - REGENTS OF THE UNIVERSITY OF MICHIGAN

TO SUPPORT THE ALUMNI ASSOCIATION OF THE UNIVERSITY OF MICHIGAN'S CAMP
MICHIGANIA KIDS KICKING CANCER PROGRAM

NAME OF RECIPIENT - SEFARIA, INC.

TO SUPPORT THE GRANTEE'S LEGAL AND TECHNICAL ABILITY TO PUBLISH RABBI
STEINSALTZ'S ENGLISH AND MODERN HEBREW TRANSLATIONS OF THE TALMUD UNDER
AN OPEN LICENSE ON THE GRANTEE'S WEBSITE

NAME OF RECIPIENT - THE PHILANTHROPY ROUNDTABLE

TO HOST A REGIONAL MEETING IN DETROIT FOR PHILANTHROPISTS AND PRIVATE
FOUNDATIONS WHO HAVE AN INTEREST IN ENTREPRENEURSHIP

NAME OF RECIPIENT - UNITED ISRAEL APPEAL INC.

TO SUPPORT THE WORK OF JEWISH PEOPLE POLICY INSTITUTE IN ITS EFFORTS TO
STEM THE GROWING POLARIZATION AFFLICTING THE WORLD

NAME OF RECIPIENT - UNIVERSITY MUSICAL SOCIETY

TO HONOR THE SERVICE OF OSCAR FELDMAN ON THE BOARD OF THE WILLIAM
DAVIDSON FOUNDATION BY ESTABLISHING A PERMANENT NAMED ENDOWMENT AT THE
UNIVERSITY MUSICAL SOCIETY

Part XV Supplementary Information

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

NAME OF RECIPIENT - AMERICAN FRIENDS OF START-UP NATION INC.

FOR CAPACITY BUILDING AND PROJECT SUPPORT TO FOSTER THE GROWTH AND
INTERNATIONAL AWARENESS OF THE ISRAELI INNOVATION ECOSYSTEM

NAME OF RECIPIENT - AMERICAN FRIENDS OF THE ISRAEL MUSEUM

TO SUPPORT A DAVIDSON FOUNDATION SERIES OF EXHIBITIONS IN THE ENTRANCE
GALLERY OF THE ISRAEL MUSEUM'S ARCHEOLOGY WING

NAME OF RECIPIENT - CONGREGATION B'NAI B'RITH HILLEL

TO CONTINUE THE SUPPORT OF THREE ISRAEL FELLOWS - ONE EACH AT HILLEL OF
METRO DETROIT (HMD), MICHIGAN STATE UNIVERSITY HILLEL (MSU HILLEL) AND
UNIVERSITY OF MICHIGAN HILLEL (U-M HILLEL)

NAME OF RECIPIENT - HAROLD GRINSPOON FOUNDATION

TO SUPPORT A LITERACY PROGRAM THAT PROVIDES JEWISH CHILDREN'S BOOKS AND
MUSIC TO JEWISH AND INTERFAITH FAMILIES THROUGH NO-COST SUBSCRIPTIONS

NAME OF RECIPIENT - HENRY FORD HEALTH SYSTEM

TO SUPPORT THE HENRY FORD INNOVATION INSTITUTES CORE PROGRAM AND THE
GLOBAL TECHNOLOGY DEVELOPMENT PROGRAM

NAME OF RECIPIENT - JEWISH WOMEN'S RENAISSANCE PROJECT

TO SUPPORT TRANSFORMATIONAL TRIPS TO ISRAEL FOR JEWISH MOTHERS,
CONNECTING PARTICIPANTS TO THEIR HOMELAND, JEWISH VALUES AND COMMUNITY

NAME OF RECIPIENT - NLI USA INC.

TO ESTABLISH A FUND FOR THE NATIONAL LIBRARY OF ISRAEL TO PURSUE
STRATEGIC ACQUISITIONS AS THEY ARE DISCOVERED AND MADE AVAILABLE

Part XV Supplementary Information

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

NAME OF RECIPIENT - REGENTS OF THE UNIVERSITY OF MICHIGAN

TO SUPPORT THE FOOD ALLERGY CENTER'S RECRUITMENT AND RETENTION EFFORTS AND UNDERWRITE A PORTION OF THE RESEARCH PERFORMED

NAME OF RECIPIENT - SEFARIA, INC.

TO SUPPORT THE GRANTEE'S LEGAL AND TECHNICAL ABILITY TO PUBLISH RABBI STEINSALTZ'S ENGLISH AND MODERN HEBREW TRANSLATIONS OF THE TALMUD UNDER AN OPEN LICENSE ON THE GRANTEE'S WEBSITE

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2016

Name of the organization

WILLIAM DAVIDSON FOUNDATION

Employer identification number

20-3899187

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

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| Name of organization WILLIAM DAVIDSON FOUNDATION | Employer identification number 20-3899187 |
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Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|---|----------------------------|---|
| 1 | <u>WILLIAM DAVIDSON STOCK GRAT</u> <u>TWO TOWNE SQUARE, SUITE 905</u> <u>SOUTHFIELD, MI 48076</u> | \$ <u>321,874.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 2 | <u>WILLIAM M. DAVIDSON TRUST</u> <u>TWO TOWNE SQUARE, SUITE 905</u> <u>SOUTHFIELD, MI 48076</u> | \$ <u>126,160,753.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 3 | <u>WILLIAM M. DAVIDSON TRUST</u> <u>TWO TOWNE SQUARE, SUITE 905</u> <u>SOUTHFIELD, MI 48076</u> | \$ <u>77,064,306.</u> | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.) |
| _____ | _____ _____ _____ | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| _____ | _____ _____ _____ | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| _____ | _____ _____ _____ | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |

Name of organization

Employer identification number

WILLIAM DAVIDSON FOUNDATION

20-3899187

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

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (See instructions) | (d) Date received |
|------------------------------|--|--|----------------------|
| 3 | GUARDIAN INDUSTRIES COMMON SHARES: 6,019.6 SERIES E, 9,201.5 SERIES K | \$ 77,064,306. | 04/13/16 |
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Name of organization

Employer identification number

WILLIAM DAVIDSON FOUNDATION

20-3899187

Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) \$
Use duplicate copies of Part III if additional space is needed.

Table with 4 columns: (a) No. from Part I, (b) Purpose of gift, (c) Use of gift, (d) Description of how gift is held. Includes sub-section (e) Transfer of gift with fields for Transferee's name, address, and ZIP + 4, and Relationship of transferor to transferee. The table is repeated four times.

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 |
|-------------------|--------------|-------------------------|-----------------------|---------------------------|-------------------------|
| 0012 K-1 | 233,005. | 0. | 233,005. | 229,284. | |
| 0019 K-1 | 285,279. | 0. | 285,279. | 282,657. | |
| 0020 K-1 | 2,300. | 0. | 2,300. | 2,300. | |
| 0046 K-1 | 476. | 0. | 476. | 476. | |
| 0048 K-1 | 11,686. | 0. | 11,686. | 11,620. | |
| NORTHERN TRUST | 7,470,789. | 1,379,438. | 6,091,351. | 6,091,351. | |
| TO PART I, LINE 4 | 8,003,535. | 1,379,438. | 6,624,097. | 6,617,688. | |

FORM 990-PF OTHER INCOME STATEMENT 2

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|---------------------------------------|-----------------------|---------------------------|-------------------------|
| 0012 K-1 | -138,497. | -138,497. | |
| 0019 K-1 | -78,067. | -78,067. | |
| 0020 K-1 | -1,736. | -1,736. | |
| 0046 K-1 | -82,942. | -82,942. | |
| 0048 K-1 | -28,552. | -28,552. | |
| 0048 K-1 | -12,704. | 0. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | -342,498. | -329,794. | |

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 | 188,861. | 83,731. | | 105,477. |
| TO FM 990-PF, PG 1, LN 16A | 188,861. | 83,731. | | 105,477. |

| 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 & TAX | 91,180. | 11,721. | | 79,735. |
| TO FORM 990-PF, PG 1, LN 16B | 91,180. | 11,721. | | 79,735. |

| 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 |
| HUMAN RESOURCES CONSULTING COMMUNICATIONS & WEBSITE CONSULTING | 54,202. | 4,021. | | 50,275. |
| PROGRAMMATIC & ORGANIZATIONAL CONSULTING | 13,132. | 0. | | 13,132. |
| TECHNOLOGY CONSULTING | 193,706. | 2,014. | | 191,740. |
| OTHER PROFESSIONAL FEES CONSULTING FEES | 33,130. | 4,259. | | 28,972. |
| CUSTODIAL FEES | 1,007,608. | 962,631. | | 45,134. |
| ADVISORY FEES | 873,773. | 873,773. | | 0. |
| | 75,574. | 9,715. | | 66,088. |
| | 200,792. | 208,677. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 2,451,917. | 2,065,090. | | 395,341. |

| FORM 990-PF | TAXES | | | STATEMENT 6 |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| FEDERAL EXCISE TAX | 150,000. | 0. | | 0. |
| NORTHERN TRUST - FOREIGN TAXES PAID | 243,559. | 243,559. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 393,559. | 243,559. | | 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 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| LIABILITY INSURANCE | 41,431. | 5,326. | | 36,231. |
| POSTAGE & MAILING | 1,822. | 234. | | 1,594. |
| OFFICE SUPPLIES | 17,517. | 2,252. | | 15,319. |
| SUBSCRIPTIONS & BOOKS | 7,564. | 972. | | 6,615. |
| OFFICE MAINTENANCE | 3,205. | 412. | | 2,803. |
| HARDWARE & SOFTWARE | 64,346. | 5,186. | | 59,281. |
| TELECOMMUNICATIONS | 5,012. | 644. | | 4,383. |
| FURNITURE & EQUIPMENT | 52,868. | 9,710. | | 46,232. |
| AMORTIZATION EXPENSE | 6,584. | 0. | | 0. |
| MEMBERSHIP DUES | 12,339. | 712. | | 11,644. |
| PAYROLL & BENEFITS SERVICE | | | | |
| FEES | 17,189. | 2,210. | | 15,031. |
| SPECIAL GIFTS | 1,305. | 168. | | 1,142. |
| MISCELLANEOUS EXPENSES | 1,844. | 237. | | 1,613. |
| TEAM BUILDING | 1,548. | 199. | | 1,354. |
| TO FORM 990-PF, PG 1, LN 23 | 234,574. | 28,262. | | 203,242. |

FOOTNOTES

STATEMENT 8

IN 2016 THE REPORTING FOUNDATION RECEIVED A GRANT IN THE AMOUNT OF \$321,874 FROM WILLIAM M. DAVIDSON STOCK GRAT. THE REPORTING FOUNDATION HAS AGREED WITH THE GRAT TO COMPLY WITH THE EXPENDITURE RESPONSIBILITY RULES AS REQUIRED BY IRC SECTION 4945 AND HAS ENTERED INTO GRANT AGREEMENTS WITH THE GRAT (THE "GRANT AGREEMENT"). AS A GRANTEE FOUNDATION THE REPORTING FOUNDATION HAS AGREED TO USE THE GRANTS FOR THE PURPOSE OUTLINED IN THE GRANT AGREEMENT.

THE REPORTING FOUNDATION FURTHER ACKNOWLEDGES THAT THE REQUIRED DISTRIBUTIONS OF THE GRAT, AS DEFINED BY IRC 4942(G)(3), TOTAL \$18,461 AND PURSUANT TO THE GRANT AGREEMENT, THE REPORTING FOUNDATION DID UNDERTAKE SUCH DISTRIBUTIONS.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

| DESCRIPTION | AMOUNT |
|---|-----------------|
| PARTNERSHIP K-1 INCOME | 275,460. |
| OTHER CHANGE IN FUND BALANCE | 58,317. |
| TOTAL TO FORM 990-PF, PART III, LINE 3 | 333,777. |

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

| DESCRIPTION | U.S. GOV'T | OTHER GOV'T | BOOK VALUE | FAIR MARKET VALUE |
|---|---------------|----------------|--------------------|----------------------|
| 0036 | X | | 18,349,740. | 18,138,524. |
| 0037 | X | | 34,143,314. | 33,996,860. |
| 0038 | X | | 34,957,208. | 33,776,118. |
| TOTAL U.S. GOVERNMENT OBLIGATIONS | | | 87,450,262. | 85,911,502. |
| TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS | | | | |
| TOTAL TO FORM 990-PF, PART II, LINE 10A | | | 87,450,262. | 85,911,502. |

FORM 990-PF CORPORATE STOCK STATEMENT 11

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|--|---------------------|----------------------|
| 0003 | 47,961,660. | 47,961,660. |
| 0026 | 13,860,476. | 13,150,445. |
| 0004 | 10,344,246. | 10,344,246. |
| 0006 | 14,012,447. | 13,410,669. |
| 0007 | 7,064,467. | 6,114,432. |
| 0008 | 5,421,640. | 5,940,925. |
| 0041 | 0. | 0. |
| 0043 | 8,750,362. | 8,454,083. |
| 0047 | 16,289,016. | 16,289,016. |
| 0010 | 12,739,015. | 11,200,974. |
| 0011 | 0. | 0. |
| 0042 | 0. | 0. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 136,443,329. | 132,866,450. |

| FORM 990-PF | CORPORATE BONDS | STATEMENT 12 |
|---|-----------------|-------------------|
| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
| 0035 | 18,407,195. | 16,618,066. |
| TOTAL TO FORM 990-PF, PART II, LINE 10C | 18,407,195. | 16,618,066. |

| FORM 990-PF | OTHER INVESTMENTS | STATEMENT 13 | |
|--|-------------------|--------------|-------------------|
| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
| 0027 | FMV | 5,000,000. | 6,331,250. |
| 0028 | FMV | 5,000,000. | 5,089,090. |
| 0012 | FMV | 9,000,000. | 8,579,854. |
| 0013 | FMV | 0. | 0. |
| 0014 | FMV | 8,500,000. | 8,889,749. |
| 0015 | FMV | 7,000,000. | 6,982,866. |
| 0016 | FMV | 8,500,000. | 7,807,103. |
| 0018 | FMV | 6,397,930. | 6,397,930. |
| 0019 | FMV | 9,820,053. | 9,820,053. |
| 0020 | FMV | 7,250,000. | 6,469,302. |
| 0021 | FMV | 8,000,000. | 7,962,962. |
| 0022 | FMV | 8,500,000. | 9,454,768. |
| 0024 | FMV | 0. | 0. |
| 0025 | FMV | 8,000,000. | 8,262,950. |
| 0031 | FMV | 7,000,000. | 6,607,824. |
| 0033 | FMV | 7,258,142. | 7,258,142. |
| 0034 | FMV | 6,693,874. | 7,275,497. |
| 0040 | FMV | 7,500,000. | 8,445,172. |
| 0045 | FMV | 7,000,000. | 6,068,598. |
| 0044 | FMV | 7,000,000. | 6,593,258. |
| 0023 | FMV | 2,500,124. | 3,192,276. |
| 0001 | FMV | 388,144,784. | 640,089,140. |
| 0046 | FMV | 792,782. | 895,595. |
| 0048 | FMV | 8,555,170. | 9,330,307. |
| 0023 | FMV | 22,249,065. | 18,047,889. |
| 0032 | FMV | 16,900,002. | 16,589,339. |
| 0039 | FMV | 8,745,632. | 8,718,283. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 581,307,558. | 831,159,197. |

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 14

| DESCRIPTION | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | BOOK VALUE |
|---|------------------------|-----------------------------|-----------------|
| FURNITURE & EQUIPMENT | 330,495. | 74,359. | 256,136. |
| LEASEHOLD IMPROVEMENTS | 686,198. | 190,536. | 495,662. |
| ARTWORK | 28,155. | 0. | 28,155. |
| TOTAL TO FM 990-PF, PART II, LN 14 | 1,044,848. | 264,895. | 779,953. |

FORM 990-PF OTHER ASSETS STATEMENT 15

| DESCRIPTION | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE |
|---|-------------------------------|---------------------------|----------------------|
| ORGANIZATIONAL COST | 98,755. | 98,755. | 98,755. |
| ACCUMULATED AMORTIZATION - ORGANIZATIONAL COST | -65,839. | -72,423. | -72,423. |
| TO FORM 990-PF, PART II, LINE 15 | 32,916. | 26,332. | 26,332. |

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 16

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|--|---|-------------------|------------------------------|--------------------|
| JONATHAN AARON P.O. BOX 1688 BIRMINGHAM, MI 48012 | CLASS A DIRECTOR AND PRESIDENT 40.00 | 300,000. | 34,450. | 0. |
| MARY AARON P.O. BOX 1688 BIRMINGHAM, MI 48012 | CLASS A DIRECTOR 1.00 | 0. | 0. | 0. |
| ETHAN DAVIDSON P.O. BOX 1688 BIRMINGHAM, MI 48012 | CLASS D DIRECTOR AND TREASURER 1.00 | 0. | 0. | 0. |
| KAREN DAVIDSON P.O. BOX 1688 BIRMINGHAM, MI 48012 | CLASS A DIRECTOR 1.00 | 0. | 0. | 0. |
| RALPH GERSON P.O. BOX 1688 BIRMINGHAM, MI 48012 | CLASS A DIRECTOR 1.00 | 0. | 0. | 0. |
| ELI SAULSON P.O. BOX 1688 BIRMINGHAM, MI 48012 | CLASS A DIRECTOR 1.00 | 0. | 0. | 0. |
| DANIELLE OLEKSZYK P.O. BOX 1688 BIRMINGHAM, MI 48012 | CHIEF FINANCIAL OFFICER 40.00 | 345,000. | 33,250. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 645,000. | 67,700. | 0. |

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 17

GRANTEE'S NAME

WEXNER FOUNDATION

GRANTEE'S ADDRESS

8000 WALTON PARKWAY, SUITE 110
NEW ALBANY, OH 43054

GRANT AMOUNT

DATE OF GRANT

AMOUNT EXPENDED

3,450,000.

02/22/16

1,150,000.

PURPOSE OF GRANT

FOR SUPPORT OF THE DAVIDSON SCHOLARS AND WEXNER GRADUATE FELLOWSHIP

DATES OF REPORTS BY GRANTEE

11/1/2017

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

GUARDIAN INDUSTRIES EDUCATIONAL FOUNDATION

GRANTEE'S ADDRESS

2300 HARMON ROAD
AUBURN HILLS, MI 48326

| <u>GRANT AMOUNT</u> | <u>DATE OF GRANT</u> | <u>AMOUNT EXPENDED</u> |
|---------------------|----------------------|------------------------|
| 138,000. | 06/13/16 | 138,000. |

PURPOSE OF GRANT

TO SUPPORT THE GUARDIAN INDUSTRIES EDUCATIONAL FOUNDATION COLLEGIATE SCHOLARSHIPS

DATES OF REPORTS BY GRANTEE

10/25/17

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

DRAPER RICHARDS KAPLAN FOUNDATION

GRANTEE'S ADDRESS

1600 EL CAMINO REAL SUITE 155
MENLO PARK, CA 94025

| <u>GRANT AMOUNT</u> | <u>DATE OF GRANT</u> | <u>AMOUNT EXPENDED</u> |
|---------------------|----------------------|------------------------|
| 1,000,000. | 12/10/14 | 154,000. |

PURPOSE OF GRANT

TO SUPPORT SOCIAL ENTREPRENEURSHIP IN THE DETROIT REGION

DATES OF REPORTS BY GRANTEE

4/21/2015, 10/13/2016, 5/3/2017

ANY DIVERSION BY GRANTEE

NONE

FORM 990-PF

REDUCTION EXPLANATION
PART X, LINE 1E

STATEMENT 18

EXPLANATION FOR REDUCTION CLAIMED FOR BLOCKAGE OR OTHER FACTORS

GUARDIAN INDUSTRIES CORPORATION VOTING COMMON STOCK HAS BEEN VALUED USING A \$892.94 PER SHARE DISCOUNT (15%) FOR LACK OF MARKETABILITY. BASED UPON NORMAL VALUATION PRINCIPLES APPLICABLE UNDER SECTION 2031. THESE SHARES REPRESENT 13.3% OF THE TOTAL ISSUED AND OUTSTANDING SHARES OF THEIR CLASS. GUARDIAN INDUSTRIES CORPORATION HAS NO PUBLICLY TRADED SHARES, SO THESE SHARES ARE NOT SUBJECT TO THE 10% DISCOUNT LIMITATION OF REG. 53.4942(A)-2(C)(4)(I)(C).

SHARES RECEIVED THRU 2015

| | | | |
|-----------------|------------|--------------------------|--------------------|
| 74,923.30 SHS * | \$5,952.94 | (VALUE BEFORE DISCOUNT)= | \$446,013,909.50 |
| 74,923.30 SHS * | \$5,060.00 | (VALUE AFTER DISCOUNT) = | \$379,111,898.00 |
| 74,923.30 SHS * | \$892.94 | (DISCOUNT) | = \$ 66,902,011.50 |

SHARES RECEIVED DURING 2016

| | | | |
|----------------------------------|------------|--------------------------|----------------------|
| 15,230.10 SHS * | \$5,952.94 | (VALUE BEFORE DISCOUNT)= | \$64,220,242.31*** |
| 15,230.10 SHS * | \$5,060.00 | (VALUE AFTER DISCOUNT) = | \$54,587,216.75*** |
| 15,230.10 SHS * | \$892.94 | (DISCOUNT) | = \$ 9,633,025.56*** |
| TOTAL DISCOUNT = \$76,535,037.06 | | | |

***PRORATED FOR MONTHS STOCK HELD

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 19

SECTION 4942 (H)(2) ELECTION
AS TO THE TREATMENT OF QUALIFYING DISTRIBUTIONS

WILLIAM DAVIDSON FOUNDATION
EIN: 20-3899187

PURSUANT TO IRC SECTION 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE
ABOVE REFERENCED FOUNDATION HEREBY ELECTS TO DESIGNATE THE QUALIFYING
DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S
UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.