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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation THE MANN FAMILY FOUNDATION INC			A Employer identification number 22-2776320	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1501, NJ2-130-03-31		Room/suite	B Telephone number (see instructions) 609-274-6834	
City or town, state or province, country, and ZIP or foreign postal code PENNINGTON NJ 08534-1501		C If exemption application is pending, check here ☐		
Foreign country name Foreign province/state/county Foreign postal code		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 13,366,828		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	223,116			
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	294,970	243,798		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	201,020			
b	Gross sales price for all assets on line 6a	2,843,185			
7	Capital gain net income (from Part IV, line 2)		201,020		
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) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	719,106	444,818	0	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans and employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	98,435	59,061		39,374
17	Interest				
18	Taxes (attach schedule) (see instructions)	66,901	1,953		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	4,291	4,149		142
24	Total operating and administrative expenses. Add lines 13 through 23	169,627	65,163	0	39,516
25	Contributions, gifts, grants paid	188,380			188,380
26	Total expenses and disbursements. Add lines 24 and 25	358,007	65,163	0	227,896
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	361,099			
b	Net investment income (if negative, enter -0-)		379,655		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	6,200,827	910	910
	2 Savings and temporary cash investments	5,439,127	935,701	935,701
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)		2,386,620	2,343,634
	b Investments—corporate stock (attach schedule)	316,691	2,771,682	3,670,435
	c Investments—corporate bonds (attach schedule)		1,229,165	1,228,849
	11 Investments—land, buildings, and equipment, basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)		4,940,114	5,410,414	
14 Land, buildings, and equipment, basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	11,956,645	12,264,192	13,589,943	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	11,956,645	12,264,192	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	11,956,645	12,264,192	
31 Total liabilities and net assets/fund balances (see instructions)	11,956,645	12,264,192		

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	11,956,645
2 Enter amount from Part I, line 27a	2	361,099
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	12,317,744
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	53,552
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,264,192

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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 See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	201,020	
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) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0	

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.

(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	625,810	12,264,063	0.051028
2014	133,752	12,328	10.849448
2013	142,699	40,130	3.555918
2012	108,544	65,367	1.660532
2011	93,784	66,514	1.409989
2 Total of line 1, column (d)		2	17.526915
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	3.505383
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4	12,813,163
5 Multiply line 4 by line 3		5	44,915,044
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	3,797
7 Add lines 5 and 6		7	44,918,841
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	227,896

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	7,593
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	7,593
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	7,593
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	32,474
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	32,474
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	24,881
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ Refunded ☐	11	24,881

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☐ \$ (2) On foundation managers ☐ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CT		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no. ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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 ▶	16	Yes	No
				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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	N/A	
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? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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)	2b	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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
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? ☐ Yes ☒ No

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

(a) Name and address	(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
MADELINE MANN 300 BUCK HOLLOW RD FAIRFAX, VT 05454	VP/SECRETARY 1 00	0		
PAMELA MANN 47 FERN ST LEXINGTON, MA 02173	PRESIDENT/TREA 2 00	0		
DAVID BARON 47 FERN ST LEXINGTON, MA 02173	1 00	0		
TRAVIS MANN-GOW 399 BUCK HOLLOW RD FAIRFAX, VT 05454	1 00	0		

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

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	NONE	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

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

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		0

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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	11,558,356
b	Average of monthly cash balances	1b	1,449,931
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	13,008,287
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	13,008,287
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	195,124
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,813,163
6	Minimum investment return. Enter 5% of line 5	6	640,658

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	640,658
2a	Tax on investment income for 2016 from Part VI, line 5	2a	7,593
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,593
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	633,065
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	633,065
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	633,065

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	227,896
b	Program-related investments—total from Part IX-B	1b	
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	227,896
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 (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	227,896

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.

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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				633,065
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011	90,459			
b From 2012	105,276			
c From 2013	140,699			
d From 2014	133,136			
e From 2015	45,081			
f Total of lines 3a through e	514,651			
4 Qualifying distributions for 2016 from Part XII, line 4 $\blacktriangleright$ \$ 227,896				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				227,896
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	405,169			405,169
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	109,482			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	109,482			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014	64,401			
d Excess from 2015	45,081			
e Excess from 2016				

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	188,380
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

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

**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

Date 6/21/17

► Board President
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

LAWRENCE F MCGUIRE

Preparer's signature

20

Date _____

6/13/2017

Check ☒ if self-employed

PTIN

P01233953

Firm's name ► PRICEWATERHOUSECOOPERS, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH PA, 15219

Phone no	412-355-6000
----------	--------------

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2016

▶ 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.

Name of the organization

THE MANN FAMILY FOUNDATION INC

Employer identification number

22-2776320

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).

Name of organization THE MANN FAMILY FOUNDATION INC	Employer identification number 22-2776320
--	--

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	MILTON MANN - IRA - PERSHING LLC 69 STUDIO ROAD STAMFORD CT 06903 Foreign State or Province Foreign Country	\$ 223,116	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
THE MANN FAMILY FOUNDATION INC

Employer identification number
22-2776320

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
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----

Name of organization

THE MANN FAMILY FOUNDATION INC

Employer identification number

22-2776320

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$ 0
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----

THE MANN FAMILY FOUNDATION INC

22-2776320 Page 1 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

TEMPLE BETH EL

Street

350 ROXBURY RD

City

STAMFORD

State

CT

Zip Code

06902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

THE BARUCH COLLEGE FUND

Street

17 LEXINGTON AVE BOX 293

City

NEW YORK

State

NY

Zip Code

10010

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

11,380

Name

AMIGOS DE LAS AMERICAS

Street

5618 STAR LANE

City

HOUSTON

State

TX

Zip Code

77057

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

AMERICAN JEWISH WORLD SERVICE INC

Street

45 W 36TH ST

City

NEW YORK

State

NY

Zip Code

10018

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

DOCTORS WITHOUT BORDERS USA, INC

Street

333 7TH AVE, 2ND FL

City

NEW YORK

State

NY

Zip Code

10001

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

HORIZONS FOR HOMELESS CHILDREN, INC

Street

1705 COLUMBUS AVE

City

ROXBURY

State

MA

Zip Code

02119

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

THE MANN FAMILY FOUNDATION INC

22-2776320 Page 2 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LUND FAMILY CENTER

Street

76 GLEN ROAD

City

BURLINGTON

State

VT

Zip Code

05401

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

SOUTHERN POVERTY LAW CENTER INC

Street

400 WASHINGTON AVE

City

MONTGOMERY

State

AL

Zip Code

36104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

UNIVERSITY OF CONNECTICUT FOUNDATION INCORPORATED

Street

2390 ALUMNI DR UNIT 3206

City

STORRS

State

CT

Zip Code

06269

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

CHINESE THEATER WORKS INC

Street

3718 NORTHERN BLVD STE 105

City

LONG IS CITY

State

NY

Zip Code

11101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,000

Name

UNITED JEWISH FEDERATION OF STAMFORD

Street

1035 NEWFIELD AVE

City

STAMFORD

State

CT

Zip Code

06905

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

THE UNIVERSITY OF VERMONT FOUNDATION

Street

411 MAIN ST

City

BURLINGTON

State

VT

Zip Code

05401

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

THE MANN FAMILY FOUNDATION INC

22-2776320 Page 3 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MASSACHUSETTS GENERAL HOSPITAL

Street

165 CAMBRIDGE ST STE 600

City

BOSTON

State

MA

Zip Code

02114

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

GLOBAL HEALTH MEDIA PROJECT LIMITED

Street

30 COMMON RD

City

WAITSFIELD

State

VT

Zip Code

05673

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

STAMFORD HOSPITAL HEALTH FOUNDATION INC

Street

1351 WASHINGTON BLVD

City

STAMFORD

State

CT

Zip Code

06902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

PARTNERS IN HEALTH

Street

888 COMMONWEALTH AVE 3RD FL

City

BOSTON

State

MA

Zip Code

02215

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

CENTER FOR REPRODUCTIVE RIGHTS INC

Street

120 WALL ST

City

NEW YORK

State

NY

Zip Code

10005

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

PLANNED PARENTHOOD

Street

123 WILLIAM ST 10TH FL

City

NEW YORK

State

NY

Zip Code

10038

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

THE MANN FAMILY FOUNDATION INC

22-2776320 Page 4 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SOUTHERN POVERTY LAW CENTER INC

Street

400 WASHINGTON AVE

City

MONTGOMERY

State

AL

Zip Code

36104

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

AMERICAN CIVIL LIBERTIES UNION FOUNDATION INC

Street

125 BROAD ST, 18TH FL

City

NEW YORK

State

NY

Zip Code

10004

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

SIERRA CLUB FOUNDATION

Street

2101 WEBSTER ST STE 750

City

OAKLAND

State

CA

Zip Code

94612

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

SECURITY	DATE	TIME	LOCATION	STATUS	REMARKS
288 SPECTRA ENERGY CORP	8/7/2016	10:09	X	1/20/2016	4/22/2016
				6,920	5,352
					1,588

Part I, Line 16c (990-PF) - Other Professional Fees

		98,435	59,061	0	39,374
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	UST-MLT FEES AS AGENT	98,435	59,061		39,374

Part I, Line 18 (990-PF) - Taxes

		66,901	1,953	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,953	1,953		
2	PY EXCISE TAX DUE	32,474			
3	ESTIMATED EXCISE PAYMENTS	32,474			

Part I, Line 23 (990-PF) - Other Expenses

		4,291	4,149	0	142
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	4,149	4,149		
2	PA Registration Fee	142	0		142

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num. Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1						
2	AT&T INC	0		51,949		63,625
3	AMERICAN ELECTRIC POWER CO INC	0		39,236		42,372
4	ASTRAZENECA PLC SPONS ADR	0		49,779		45,051
5	CME GROUP INC	0		30,175		31,606
6	CARNIVAL CORP	0		28,688		32,433
7	COCA-COLA CO USD	0		35,738		36,029
8	DIGITAL RLTY TR INC	0		32,117		44,315
9	DOMINION RES INC VA NEW	0		46,442		51,622
10	GENERAL ELECTRIC CO	0		49,527		56,501
11	INTEL CORPORATION	0		53,837		65,431
12	INTERNATIONAL BUSINESS MACHINES C	0		53,992		61,084
13	J P MORGAN CHASE & CO	0		35,034		54,880
14	KIMBERLY-CLARK CORP COM	0		42,366		39,371
15	KRAFT (THE) HEINZ CO SHS	0		34,574		43,136
16	LOCKHEED MARTIN CORP	0		50,643		59,986
17	MC DONALDS CORPORATION COMMON	0		48,575		51,122
18	METLIFE INC	0		39,100		49,202
19	OCCIDENTAL PETROLEUM CORPORATIO	0		44,844		53,280
20	PPL CORP	0		41,325		42,937
21	PACCAR INC	0		43,520		63,069
22	PFIZER INC COM	0		53,057		51,124
23	PHILIP MORRIS INTL INC	0		49,602		49,222
24	PROCTER & GAMBLE CO COM	0		47,120		52,550
25	ROYAL DUTCH SHELL PLC	0		56,608		59,535
26	SPECTRA ENERGY CORP	0		35,567		60,895
27	THOMSON CORP	0		21,753		27,669
28	TORONTO-DOMINION BANK (NEW)	0		31,949		46,725
29	VENTAS INC	0		32,240		37,887
30	VERIZON COMMUNICATIONS INC	0		43,943		53,060
31	ALPHABET INC SHS CLC	0		52,838		115,773
32	ALPHABET INC SHS CLA	0		53,656		118,868
33	BERKSHIRE HATHAWAY INC CL A	0		174,760		488,242
34	BERKSHIRE HATHAWAYINC	0		59,297		165,914
35	ALTRIA GROUP INC	0		70,639		81,753
36	BERKSHIRE HATHAWAYINC	0		23,795		30,803
37	BLACKROCK INC CL A	0		42,873		51,373
38	H & R BLOCK INCORPORATED COMMON	0		37,136		26,048
39	CA INC	0		39,182		46,797
40	CARNIVAL CORP	0		57,063		57,578
41	CHEVRONTXACO CORP	0		28,072		38,252
42	CINCINNATI FINL CORP	0		35,086		47,571
43	CISCO SYS INC	0		31,396		37,412
44	COCA-COLA CO USD	0		49,197		46,104
45	DIAGEO PLC SPON ADR NEW	0		42,710		39,393
46	DOMINION RES INC VA NEW	0		19,580		21,905

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
47	DUKE ENERGY CORP NEW	0		24,255		26,468
48	GENERAL DYNAMICS CORPORATION CO	0		52,950		69,237
49	GENERAL ELECTRIC CO	0		57,394		62,062
50	GENERAL MILLS INC COM	0		52,220		50,651
51	HASBRO INC	0		23,989		26,838
52	INTEL CORPORATION	0		40,484		45,628
53	KINDER MORGAN INC DEL	0		26,335		37,589
54	ELI LILLY & CO COM	0		43,123		39,129
55	LOWES COMPANIES INC COM	0		28,120		27,523
56	MERCK AND CO INC SHS	0		40,553		46,154
57	MICROSOFT CORP COM	0		35,002		41,261
58	THE MOSAIC COMPANY	0		23,051		26,016
59	NEWMARKET CORP	0		33,034		38,569
60	NORFOLK SOUTHERN CORP	0		47,446		65,815
61	PAYCHEX INC COM	0		27,970		35,067
62	PFIZER INC COM	0		42,472		43,783
63	REYNOLDS AMERN INC	0		24,716		29,365
64	VERIZON COMMUNICATIONS INC	0		40,385		43,558
65	WELLS FARGO & CO NEW	0		67,603		76,217

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

Description		Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1					1,229,165	0	1,228,849
2	AT&T INC			0	37,147		36,567
3	AMERICAN EXPRESS CREDIT			0	38,118		37,547
4	ANHEUSER-BUSCH INBEV FIN			0	37,166		39,992
5	ASTRAZENECA PLC			0	53,602		53,628
6	BERKSHIRE HATHAWAY FIN			0	37,076		37,069
7	CVS HEALTH CORP			0	46,439		46,672
8	CISCO SYSTEMS INC			0	36,245		36,346
9	CITIGROUP INC			0	37,234		37,229
10	COMCAST CORP			0	35,432		35,409
11	JOHN DEERE CAPITAL CORP			0	46,308		46,495
12	WALT DISNEY COMPANY/THE			0	37,843		37,406
13	ENTERPRISE PRODUCTS OPER			0	36,539		38,215
14	FORD MOTOR COMPANY			0	36,751		37,388
15	GENERAL ELEC CAP CORP			0	55,330		56,634
16	GOLDMAN SACHS GROUP INC			0	56,388		55,162
17	HOME DEPOT INC			0	38,534		37,698
18	JPMORGAN CHASE & CO			0	74,447		74,619
19	LOCKHEED MARTIN CORP			0	38,064		38,321
20	MICROSOFT CORP			0	56,850		56,265
21	MORGAN STANLEY			0	37,358		37,441
22	ORACLE CORP			0	37,430		37,251
23	USD SHELL INTL FIN			0	37,121		37,226
24	SHIRE ACQ INV IRELAND DA			0	38,087		36,708
25	SOUTHERN CO			0	38,036		36,983
26	TOYOTA MOTOR CREDIT CORP			0	36,936		36,995
27	VERIZON COMMUNICATIONS			0	56,750		55,287
28	VISA INC			0	37,873		39,054
29	WELLS FARGO & COMPANY			0	74,061		73,242

Part II, Line 13 (990-PF) - Investments - Other

		0		4,940,114		5,410,414	
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year		
1				0			
2	OPPENHEIMER DEVELOPING		0	226,318	254,415		
3	SPDR S&P MIDCAP 400 ETF		0	252,344	304,784		
4	SECTOR SPDR TR		0	298,337	319,692		
5	TETON WESTWOOD MIGHTY		0	289,884	344,334		
6	VANGUARD HEALTH CARE		0	254,807	257,238		
7	VANGUARD 500 INDEX FUND		0	835,805	940,649		
8	VANGUARD INDEX FDS REIT		0	327,197	346,199		
9	VANGUARD GROWTH ETF		0	522,438	565,336		
10	UAM FPA CRESCENT PORT		0	763,696	810,181		
11	FIRST EAGLE		0	742,309	789,383		
12	HARRIS ASSOC INVT TR OAKMARK INTL		0	426,979	478,203		

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	12,862
2	MUTUAL FUND AND CTF INCOME SUBTRACTION	2	4,205
3	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	3	684
4	COST BASIS ADJUSTMENT	4	35,801
5	Total	5	53,552

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions													Short Term CG Distributions												
Amount													80,430												
Description of Property Sold													CUSIP #												
1 CORRECTIONS CORP OF AM													22025Y407												
2 DIAGEO PLC SPFD ADR NEW													25243QZ05												
3 DIGITAL RLT TR INC													25386B103												
4 DIGITAL RLT TR INC													25386B103												
5 DIGITAL RLT TR INC													25386B103												
6 DIGITAL RLT TR INC													25386B103												
7 DIGITAL RLT TR INC													25386B103												
8 DIGITAL RLT TR INC													25386B103												
9 DIGITAL RLT TR INC													25386B103												
10 DIGITAL RLT TR INC													25386B103												
11 DIGITAL RLT TR INC													25386B103												
12 DIRECTV HLDG INC													25459HBA2												
13 DOMINION RES INC NEW VA													25746U109												
14 DOMINION RES INC NEW VA													25746U109												
15 DUKE ENERGY CORP NEW													26441C204												
16 EXXON MOBIL CORP COM													30231G102												
17 EXXON MOBIL CORP COM													30231G102												
18 AT&T INC													00206R102												
19 AT&T INC													00206R102												
20 AT&T INC													00206R102												
21 ABBVIE INC SHS													00287Y109												
22 ABBVIE INC SHS													00287Y109												
23 ABBVIE INC SHS													00287Y109												
24 ABBVIE INC SHS													00287Y109												
25 ABBVIE INC SHS													00287Y109												
26 ABBVIE INC SHS													00287Y109												
27 ABBVIE INC SHS													00287Y109												
28 ABBVIE INC SHS													00287Y109												
29 ABBVIE INC SHS													00287Y109												
30 AETNA INC													00817YA15												
31 ALTRIA GROUP INC													02209S103												
32 ALTRIA GROUP INC													02209S103												
33 ALTRIA GROUP INC													02209S103												
34 AMN ELEC POWER CO													025537101												
35 APACHE CORP													037411BD5												
36 ASTRAZENCA PLC SPND AT													046353108												
37 ASTRAZENCA PLC SPND AT													046353108												
38 AUTOMATIC DATA PROC													053015103												
39 AUTOMATIC DATA PROC													053015103												
40 BLACKSHIRE HATHAWAY INC													084670702												
41 BLACKROCK INC													09247X101												
42 ALTRIA GROUP INC													093671105												
43 BLOCK H&R INC													12873P105												
44 CA INC													13057Q107												
45 CALIFORNIA RESOURCES													13057Q107												
46 CALIFORNIA RESOURCES													13057Q107												
47 CARNIVAL CORP PAIRED SH													143658300												
48 CATERPILLAR FINANCIAL SE													14912L4E8												
49 CENTURYLINK INC SHS													156700106												
50 CENTURYLINK INC SHS													156700106												
51 CENTURYLINK INC SHS													156700106												
52 CENTURYLINK INC SHS													156700106												
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58 CENTURYLINK INC SHS													156700106												
59 CENTURYLINK INC SHS													156700106												
60 CENTURYLINK INC SHS													156700106												
61 COMMUNICATIONS SALES A													20341J104												
62 COMMUNICATIONS SALES A													20341J104												
63 CONOCOPHILLIPS													20825C104												
64 CONOCOPHILLIPS													20825C104												
65 CONOCOPHILLIPS													20825C104												
66 CONOCOPHILLIPS													20825C104												
67 COMMUNICATIONS SALES A													20341J104												
68 CORRECTIONS CORP OF AM													22025Y407												
69 COMMUNICATIONS SALES A													20341J104												

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions	80,430
Short Term CG Distributions	0

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		80,430		Amount																		2,762,755		0		114		2,642,279		120,590		0		Excess of FMV Over Adjusted Basis		Adjusted Basis as of 12/31/69		F M V as of 12/31/69		Gain or Loss		Cost or Other Basis Plus Expense of Sale		Adjustments		Depreciation Allowed		Gross Sales Price		Date Acquired		Date Sold		Acquisition Method		Description of Property Sold		Short Term CG Distributions																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																					
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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										80,430	Short Term CG Distributions													
Description of Property Sold										CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	0	120,590	Gains Minus Excess FMV Over Adj Basis or Losses
277	REYNOLDS AMERICAN INC	761713106	1/7/2016	3/31/2016	6,065		0	5,660	405		0	0	0	405		0	0	0	0	0	0	0	120,590	120,590
278	REYNOLDS AMERICAN INC	761713106	1/7/2016	4/1/2016	4,313		0	4,056	257		0	0	0	257		0	0	0	0	0	0	0	257	257
279	ROYAL DUTCH SHELL PLC	780259107	7/27/2016	12/15/2016	1,484		0	1,469	15		0	0	0	15		0	0	0	0	0	0	0	15	15
280	REAL ESTATE SELECT	81369Y860	9/23/2016	9/23/2016	15		0	0	15		0	0	0	15		0	0	0	0	0	0	0	15	15
281	REAL ESTATE SELECT	81369Y860	9/22/2016	11/9/2016	46,491		0	50,355	-3,864		0	0	0	-3,864		0	0	0	0	0	0	0	-3,864	-3,864
282	REAL ESTATE SELECT	81369Y860	9/26/2016	11/21/2016	1		0	0	1		0	0	0	1		0	0	0	0	0	0	0	1	1
283	THE SOUTHERN COMPANY	842587206	1/7/2016	10/18/2016	1,267		0	1,242	25		0	0	0	25		0	0	0	0	0	0	0	25	25
284	THE SOUTHERN COMPANY	842587206	1/7/2016	10/19/2016	480		0	486	6		0	0	0	6		0	0	0	0	0	0	0	6	6
285	THE SOUTHERN COMPANY	842587206	1/7/2016	10/25/2016	2,890		0	2,915	-25		0	0	0	-25		0	0	0	0	0	0	0	-25	-25
286	THE SOUTHERN COMPANY	842587206	1/7/2016	10/26/2016	7,570		0	7,638	-68		0	0	0	-68		0	0	0	0	0	0	0	-68	-68
287	THE SOUTHERN COMPANY	842587305	9/26/2016	10/18/2016	726		0	728	-2		0	0	0	-2		0	0	0	0	0	0	0	-2	-2
288	SPECTRA ENERGY CORP	847560109	1/20/2016	4/22/2016	6,920		0	5,352	1,568		0	0	0	1,568		0	0	0	0	0	0	0	1,568	1,568
289	SPECTRA ENERGY CORP	847560109	1/20/2016	7/18/2016	73		0	48	25		0	0	0	25		0	0	0	0	0	0	0	25	25
290	SPECTRA ENERGY CORP	847560109	5/5/2016	7/18/2016	404		0	345	59		0	0	0	59		0	0	0	0	0	0	0	59	59
291	SPECTRA ENERGY CORP	847560109	1/20/2016	7/18/2016	147		0	96	51		0	0	0	51		0	0	0	0	0	0	0	51	51
292	SPECTRA ENERGY CORP	847560109	5/5/2016	7/18/2016	1,174		0	1,003	171		0	0	0	171		0	0	0	0	0	0	0	171	171
293	SPECTRA ENERGY CORP	847560109	1/20/2016	7/19/2016	73		0	48	25		0	0	0	25		0	0	0	0	0	0	0	25	25
294	SPECTRA ENERGY CORP	847560109	5/5/2016	7/19/2016	292		0	251	41		0	0	0	41		0	0	0	0	0	0	0	41	41
295	SPECTRA ENERGY CORP	847560109	1/20/2016	9/7/2016	909		0	528	381		0	0	0	381		0	0	0	0	0	0	0	381	381
296	SPECTRA ENERGY CORP	847560109	1/20/2016	10/18/2016	4,069		0	2,280	1,789		0	0	0	1,789		0	0	0	0	0	0	0	1,789	1,789
297	SPECTRA ENERGY CORP	847560109	1/20/2016	10/18/2016	1,713		0	960	753		0	0	0	753		0	0	0	0	0	0	0	753	753
298	SPECTRA ENERGY CORP	847560109	1/20/2016	10/19/2016	5,547		0	3,096	2,451		0	0	0	2,451		0	0	0	0	0	0	0	2,451	2,451
299	SPECTRA ENERGY CORP	847560109	1/20/2016	12/15/2016	806		0	480	326		0	0	0	326		0	0	0	0	0	0	0	326	326
300	THOMSON REUTERS CORP	884903105	1/20/2016	4/22/2016	815		0	688	127		0	0	0	127		0	0	0	0	0	0	0	127	127
301	THOMSON REUTERS CORP	884903105	1/20/2016	5/10/2016	2,150		0	1,790	360		0	0	0	360		0	0	0	0	0	0	0	360	360
302	VERIZON COMMUNICATIONS	92343V104	1/20/2016	12/15/2016	1,507		0	1,282	225		0	0	0	225		0	0	0	0	0	0	0	225	225
303	VERIZON COMMUNICATIONS	92343VB70	1/6/2016	4/4/2016	38,494		0	37,285	1,209		0	0	0	1,209		0	0	0	0	0	0	0	1,209	1,209
304	VISA INC CL A SHRS	92826C839	12/16/2015	3/10/2016	97,886		0	26,974	70,912		0	0	0	70,912		0	0	0	0	0	0	0	70,912	70,912
305	VISA INC CL A SHRS	92826C839	1/4/2016	3/10/2016	7,292		0	7,834	-542		0	0	0	-542		0	0	0	0	0	0	0	-542	-542
306	VISA INC CL A SHRS	92826C839	3/2/2016	3/10/2016	140		0	149	-9		0	0	0	-9		0	0	0	0	0	0	0	-9	-9
307	VISA INC CL A SHRS	92826C839	3/2/2016	3/21/2016	60		0	61	-1		0	0	0	-1		0	0	0	0	0	0	0	-1	-1
308	WAL-MART STORES INC	931142DF7	1/6/2016	5/17/2016	56,157		0	55,966	191		0	0	0	191		0	0	0	0	0	0	0	191	191

Part VII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	MADLINE MANN		300 BUCK HOLLOW RD	FAIRFAX	VT	05454		VP/SECRETART	1 00	0	0	0
2	PAMELA MANN		47 FERN ST	LEXINGTON	MA	02173		PRESIDENT/TREASURER	2 00	0	0	
3	DAVID BARON		47 FERN ST	LEXINGTON	MA	02173			1 00	0	0	
4	TRAVIS MANN-GOW		398 BUCK HOLLOW RD	FAIRFAX	VT	05454			1 00	0	0	

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	1	Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	32,474
7 Total		7	32,474