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eFile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491319043077		
Form 990-PF Department of the Treasury Internal Revenue Service		Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation Do not enter social security numbers on this form as it may be made public. Information about Form 990-PF and its instructions is at <a href="http://www.irs.gov/form990pf">www.irs.gov/form990pf</a> .			OMB No 1545-0052  2016  Open to Public Inspection	
For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016						
Name of foundation FREY FOUNDATION				A Employer identification number 23-7094777		
Number and street (or P O box number if mail is not delivered to street address) 40 PEARL STREET NW No 1100			Room/suite			
City or town, state or province, country, and ZIP or foreign postal code GRAND RAPIDS, MI 495033028				B Telephone number (see instructions) (616) 451-0303		
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>				D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation		
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		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 142,092,927		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis )		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )				(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 (attach schedule)				
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	253	253		
	4	Dividends and interest from securities	3,596,616	3,596,011		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,311,336			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		2,298,295		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	195,789	185,781	0	
	12	Total. Add lines 1 through 11	6,103,994	6,080,340	0	
	13	Compensation of officers, directors, trustees, etc	424,000	81,450	0	342,550
	14	Other employee salaries and wages	474,921	30,183	0	444,739
	15	Pension plans, employee benefits	180,866	11,799	0	169,066
	16a	Legal fees (attach schedule)	15,219	1,499	0	13,721
	b	Accounting fees (attach schedule)	29,900	3,485	0	25,415
	c	Other professional fees (attach schedule)	782,299	577,811	0	199,743
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	45,584	1,563	0	0
	19	Depreciation (attach schedule) and depletion	27,593	4,139	0	
	20	Occupancy	73,542	11,032	0	62,510
	21	Travel, conferences, and meetings	160,863	33,053	0	127,811
	22	Printing and publications	6,126	282	0	5,844
	23	Other expenses (attach schedule)	236,720	16,559	0	190,395
	24	Total operating and administrative expenses. Add lines 13 through 23	2,457,633	772,855	0	1,581,794
25	Contributions, gifts, grants paid	4,958,679			5,422,079	
26	Total expenses and disbursements. Add lines 24 and 25	7,416,312	772,855	0	7,003,873	
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-1,312,318			
	b	Net investment income (if negative, enter -0-)		5,307,485		
	c	Adjusted net income (if negative, enter -0-)			0	
For Paperwork Reduction Act Notice, see instructions.				Cat No 11289X		
				Form 990-PF (2016)		

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing . . . . .	40	98	98
	2	Savings and temporary cash investments . . . . .	1,605,295	2,137,031	2,137,031
	3	Accounts receivable ▶ <u>746</u>			
		Less allowance for doubtful accounts ▶ _____	359	746	746
	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)			
	b	Investments—corporate stock (attach schedule) . . . . .	6,968,783	7,610,017	7,610,017
	c	Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . .	129,982,837	131,742,218	131,742,218	
14	Land, buildings, and equipment basis ▶ <u>715,860</u>				
	Less accumulated depreciation (attach schedule) ▶ <u>391,747</u>	386,725	324,113	324,113	
15	Other assets (describe ▶ _____)	302,354	278,704	278,704	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	139,246,393	142,092,927	142,092,927	
Liabilities	17	Accounts payable and accrued expenses . . . . .	53,735	52,877	
	18	Grants payable . . . . .	1,306,300	842,900	
	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	1,360,035	895,777	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .	137,886,358	141,197,150	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	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	<b>Total net assets or fund balances</b> (see instructions) . . . . .	137,886,358	141,197,150	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	139,246,393	142,092,927	

**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	137,886,358
2	Enter amount from Part I, line 27a . . . . .	2	-1,312,318
3	Other increases not included in line 2 (itemize) ▶ _____	3	6,168,241
4	Add lines 1, 2, and 3 . . . . .	4	142,742,281
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,545,131
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	141,197,150

**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 )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	2,298,295
<b>3</b> 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 <span style="float: right;">{ }</span>	<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

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

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

(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	7,564,754	146,142,897	0 051763
2014	6,879,512	150,411,475	0 045738
2013	6,545,706	140,515,335	0 046584
2012	8,553,587	131,242,768	0 065174
2011	5,822,101	132,062,671	0 044086
<b>2</b> Total of line 1, column (d)			<b>2</b> 0 253345
<b>3</b> 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			<b>3</b> 0 050669
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			<b>4</b> 136,771,788
<b>5</b> Multiply line 4 by line 3			<b>5</b> 6,930,090
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 53,075
<b>7</b> Add lines 5 and 6			<b>7</b> 6,983,165
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 7,003,873

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

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

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	53,075
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	53,075
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	53,075
<b>6</b>	Credits/Payments		
<b>a</b>	2016 estimated tax payments and 2015 overpayment credited to 2016	<b>6a</b>	93,875
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	30,000
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	123,875
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . ▶	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . ▶	<b>10</b>	70,800
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> ▶ 70,800 <b>Refunded</b> ▶	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0 (2) On foundation managers ▶ \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0		
<b>2</b> 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>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	Yes
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	Yes
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	<b>11</b>		<b>No</b>
<b>12</b>	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<b>12</b>	<b>Yes</b>	
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>▶</b> <u>HTTP //FREYFDN ORG/</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>▶</b> <u>MR RANDY VAN ANTWERP</u> Telephone no <b>▶</b> <u>(616) 451-0303</u>			

Located at **▶** 40 PEARL ST NW SUITE 1100 GRAND RAPIDS MI ZIP+4 **▶** 495033028

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>▶</b> <u>15</u>			
<b>16</b>	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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country <b>▶</b>	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <b>▶</b> <input type="checkbox"/>	<b>1b</b>		<b>No</b>
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? <input type="checkbox"/>	<b>1c</b>		<b>No</b>
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
<b>a</b>	At the end of tax year 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>▶</b> 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions) <input type="checkbox"/>	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶</b> 20____, 20____, 20____, 20____			
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If "Yes," did it have excess business holdings in 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). <input type="checkbox"/>	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	<b>4b</b>		<b>No</b>

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

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

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
RANDY A VAN ANTWERP 40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503	Director of Finance 40 00	124,753	26,944	0
LYNNETTE J FERRELL 40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503	PROGRAM OFFICER 40 00	111,750	12,918	0
JILL M MAY 40 PEARL STREET NW SUITE 1100 GRAND RPAIDS, MI 49503	PROGRAM OFFICER 40 00	83,004	13,314	0
TERESA J CRAWFORD 40 PEARL STREET NW SUITE 1100 GRAND RPAIDS, MI 49503	GRANTS MANAGER 40 00	75,091	18,884	0
LESLEE A ROHS 40 PEARL STREET NW SUITE 1100 GRAND RPAIDS, MI 49503	OFFICE COORDINATOR 40 00	54,161	16,661	0
<b>Total</b> number of other employees paid over \$50,000.				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
WILLOWRIDGE PARTNERS INC 25 EAST 86TH STREET NEW YORK, NY 10028	INVESTMENT MANAGEMENT	141,442
FUND EVALUATION GROUP 201 EAST FIFTH STREET STE 1600 CINCINNATI, OH 45202	INVESTMENT CONSULTANT	120,949
COMMONFUND CAPITAL INC 15 OLD DANBURY ROAD WILTON, CT 06897	INVESTMENT MANAGEMENT	92,611
WESTFIELD ONE FINANCIAL CENTER BOSTON, MA 02111	INVESTMENT MANAGEMENT	74,750
CENTER FOR MICHIGAN 4100 N DIXBORO ROAD ANN ARBOR, MI 48105	PROGRAM SERVICES	64,180
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ►		<b>1</b>

**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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ►	<b>0</b>



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	138,203,367
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	651,240
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	138,854,607
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	138,854,607
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	2,082,819
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	136,771,788
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	6,838,589

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

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	6,838,589
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	53,075
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	53,075
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	6,785,514
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	6,785,514
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	6,785,514

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	7,003,873
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	7,003,873
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	53,075
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	6,950,798

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				6,785,514
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			6,503,702	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .				
<b>b</b> From 2012. . . . .				
<b>c</b> From 2013. . . . .				
<b>d</b> From 2014. . . . .				
<b>e</b> From 2015. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>7,003,873</u>				
<b>a</b> Applied to 2015, but not more than line 2a			6,503,702	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				500,171
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				6,285,343
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .				
<b>b</b> Excess from 2013. . . . .				
<b>c</b> Excess from 2014. . . . .				
<b>d</b> Excess from 2015. . . . .				
<b>e</b> Excess from 2016. . . . .				

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

<b>1a</b> 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>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "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 organization had \$5,000 or more in assets at any time during the year—see instructions.)**

<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> 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) )	
<b>b</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	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input type="checkbox"/> 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.	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed STEVEN M WILSON 40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503 (616) 451-0303 CONTACT@freyfdn.org	
<b>b</b> The form in which applications should be submitted and information and materials they should include STANDARD APPLICATION FORM AVAILABLE UPON REQUEST FROM ADDRESS ABOVE OR AT THE FOUNDATION'S WEBSITE WWW.FREYFDN.ORG	
<b>c</b> Any submission deadlines DUE TWELVE WEEKS PRIOR TO SCHEDULED DATE OF BOARD FUNDING MEETING, USUALLY HELD IN FEBRUARY, MAY, AU	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors FOR COMMUNITY-BASED OR REGIONAL PROJECTS, THE FOUNDATION FOCUSES ON PROPOSALS FROM ORGANIZATIONS AND AGENCIES SERVING Kent, EMMET OR CHARLEVOIX COUNTIES. THE FOUNDATION ALSO ACCEPTS PROPOSALS FROM CHARITABLE ORGANIZATIONS WITH A STATE-LEVEL PRESENCE OR STATE GOVERNMENT AGENCIES WHOSE PROPOSAL MAY HAVE A DIRECT IMPACT ON THE FREY FOUNDATION'S GEOGRAPHIC TARGET AREAS.	

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>▶ 3a</b>	5,422,079
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>▶ 3b</b>	842,900

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments . . . . .			14	253	
<b>4</b> Dividends and interest from securities. . . . .	900000	605	14	3,596,011	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .			14	185,781	
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .	900000	13,041	18	2,298,295	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue <b>a</b> See Additional Data Table					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal Add columns (b), (d), and (e). . .		23,654		6,080,340	0
<b>13</b> Total. Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		6,103,994

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

## Part XVII

- 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.

\*\*\*\*\* 2017-11-13 \*\*\*\*\*

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr. 12) ☒ Yes ☐ No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	James G Thompson CPA		2017-11-13		P00053844
	Firm's name ▶ PLANTE & MORAN PLLC				Firm's EIN ▶ 38-1357951
	Firm's address ▶ 750 Trade Centre Way Ste 300 Portage, MI 49002				Phone no (269) 567-4500

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
WESTFIELD CAPITAL	P		
ISHARES RUSSELL 1000	P		
VANGUARD S&P	P		
VANGUARD MID-CAP	P		
WESTFIELD MUTUAL	P		
CHARLES SCHWAB	P		
DFA US SMALL CAP	P		
AIM	P		
DFA INT'L EMERGING	P		
TFS MARKET	P		

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

(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)
6,592,823		6,123,713	469,110
636,398		391,736	244,662
1,315,000		614,022	700,978
100,000		46,271	53,729
6,821,777		6,821,777	0
675,000		725,889	-50,889
200,000		170,221	29,779
10,394,015		10,394,015	0
2,000,000		1,609,864	390,136
6,931,336		7,827,123	-895,787

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
			469,110
			244,662
			700,978
			53,729
			0
			-50,889
			29,779
			0
			390,136
			-895,787

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
DODGE & COX	P		
DOUBLELINE	P		
STC	P		
PIMCO AII ASSET	P		
FRANKLIN TEMPLETON	P		
WESTERN ASSET	P		
VOYA GLOBAL	P		
COMMONFUND VENTURE PARTNERS V - K-1	P		
COMMONFUND PRIVATE EQUITY IV - K-1	P		
COMMONFUND PRIVATE EQUITY VI - K-1	P		

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

(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)
400,000		416,156	-16,156
435,000		442,230	-7,230
11,745,528		11,745,528	0
350,000		433,395	-83,395
280,000		333,132	-53,132
450,000		458,246	-8,246
150,000		137,656	12,344
		48,085	-48,085
26,155			26,155
428,986			428,986

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			-16,156
			-7,230
			0
			-83,395
			-53,132
			-8,246
			12,344
			-48,085
			26,155
			428,986



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

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
COMMONFUND VENTURE PARTNERS VII - K-1	P		
QUELLOS/BLACKROCK - K-1	P		
WILLOWRIDGE/AMBERBROOK V - K-1	P		
SIGULER GUFF - K-1	P		
WILLOWRIDGE/AMBERBROOK VI - K-1	P		
MREP VII - K-1	P		
WILLIOWRIDGE/AMBERBROOK VII - K-1	P		
HARVEST MLP - K-1	P		

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

(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)
241,709			241,709
17,244			17,244
267,361			267,361
15,254			15,254
383,615			383,615
90,576			90,576
93,367			93,367
		3,790	-3,790

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			241,709
			17,244
			267,361
			15,254
			383,615
			90,576
			93,367
			-3,790

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DAVID G FREY	CHAIRMAN 18 00	55,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
JOHN M FREY	TRUSTEE emeritus 0 00	0	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
EDWARD J FREY JR	SECRETARY/TREASURER 10 00	37,500	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
MARY CAROLINE FREY	TRUSTEE EMERITUS 0 00	0	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
mary frey bennett	VICE CHAIR 5 00	18,500	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
campbell w frey	ASSISTANT TREASURER 5 00	18,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
DAVID G FREY JR	TRUSTEE 3 00	10,500	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
ELEONORA H FREY ZAGEL	Trustee 3 00	11,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
KATRINE E FREY	NEXT GEN ADVISORY COMM 3 00	6,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
LAURA d FREY	trustee 3 00	11,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
WILLIAM O FREY	TRUSTEE 3 00	9,500	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
SARAH R FREY ROSE	Trustee 3 00	11,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
Cynthia A frey	NEXT GEN ADVISORY COMM 3 00	6,000	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
Steven M Wilson	PRESIDENT 40 00	230,000	25,822	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ALLIANCE FOR THE GREAT LAKES 150 N MICHIGAN AVE SUITE 700 CHICAGO, IL 60601	NONE	509(A)(1)	WEST MICHIGAN SHORELINE COMMUNITY ENGAGEMENT PROJECT	15,000
ALPHA SIGMA FOUNDATION PO BOX 876 ITHACA, NY 148510876	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
ALPHAPOINTE 7501 PROSPECT AVENUE KANSAS CITY, MO 64132	NONE	509(A)(1)	SUPPORT FOR SUMMER CAMP FOR VISION IMPAIRED YOUTH	3,000
AMAZON WATCH 2201 BROADWAY SUITE 508 OAKLAND, CA 94612	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
ARTPRIZE GRAND RAPIDS 41 SHELDON BLVD SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE ARTIST SEED GRANTS AND FEATURED PUBLIC PROJECTS PROGRAMS	79,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ARTPRIZE GRAND RAPIDS 41 SHELDON BLVD SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE ARTIST SEED GRANTS AND FEATURED PUBLIC PROJECTS PROGRAMS	39,000
ARTPRIZE GRAND RAPIDS 41 SHELDON BLVD SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE ARTIST SEED GRANTS AND FEATURED PUBLIC PROJECTS PROGRAMS	118,000
ASHEVILLE SCHOOL 360 ASHEVILLE SCHOOL ROAD ASHEVILLE, NC 28806	NONE	509(A)(1)	FUNDING SUPPORT FOR THE TALIAFERRO/FREY SCHOLARSHIP FUND	4,000
ASHEVILLE SCHOOL 360 ASHEVILLE SCHOOL ROAD ASHEVILLE, NC 28806	NONE	509(A)(1)	FUNDING SUPPORT FOR THE TALIAFERRO/FREY SCHOLARSHIP FUND	12,500
BLANDFORD NATURE CENTER 1715 HILLBURN AVE NW GRAND RAPIDS, MI 49504	NONE	509(A)(1)	GROWING UP BLANDFORD IT'S ONLY NATURAL CAPITAL CAMPAIGN TO CONSTRUCT A NEW VISITOR ENGAGEMENT CENTER, WET LAB, COVERED PAVILION AND OBSERVATION DECK TO ACCOMMODATE THE GROWING DEMAND FOR ENVIRONMENTAL EDUCATION FOR LOCAL STUDENTS	165,000
<b>Total . . . . . ►</b> <b>3a</b>				5,422,079

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BOY SCOUTS OF AMERICA NORTH FLORIDA COUNCIL INC 521 S EDGEWOOD AVENUE JACKSONVILLE, FL 32205	NONE	509(A)(1)	FRIENDS OF SCOUTING, ALACHUA COUNTY	400
BOYS SCOUTS PRESIDENT FORD FIELD SERVICE COUNCIL 3213 WALKER AVE NW GRAND RAPIDS, MI 49544	NONE	509(A)(1)	MATCHING GIFT FOR "BUILD CHARACTER TODAY, LEAD TOMORROW" CAMPAIGN	334
BOYS SCOUTS PRESIDENT FORD FIELD SERVICE COUNCIL 3213 WALKER AVE NW GRAND RAPIDS, MI 49544	NONE	509(A)(1)	FRIENDS OF SCOUTING - ANNUAL FUND	250
BOYS SCOUTS PRESIDENT FORD FIELD SERVICE COUNCIL 3213 WALKER AVE NW GRAND RAPIDS, MI 49544	NONE	509(A)(1)	SUPPORT FOR THE PRESIDENT FORD FIELD SERVICE AREA	250
BOYS SCOUTS PRESIDENT FORD FIELD SERVICE COUNCIL 3213 WALKER AVE NW GRAND RAPIDS, MI 49544	NONE	509(A)(1)	BUILD CHARACTER TODAY, LEAD TOMORROW CAMPAIGN - CAPITAL CAMPAIGN TO EXPAND AND REPURPOSE EXISTING SITE AND FACILITIES LOCATED IN THE CITY OF WALKER, MICHIGAN	250,000
<b>Total . . . . .</b> <b>3a</b>				5,422,079

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<b>a</b> <i>Paid during the year</i>				
CAMP DAGGETT 03001 CHURCH ROAD PETOSKEY, MI 49770	NONE	509(A)(1)	SCHOLARSHIP SUPPORT FOR ECONOMICALLY DISADVANTAGED CAMPERS	5,000
CATHOLIC CENTRAL HIGH SCHOOL 319 SHELDON PLAZA SE GRAND RAPIDS, MI 49503	NONE	170(B)(1)(A)	TO SUPPORT THE FIRST THREE YEARS OF THE ANNUAL CATHOLIC INVITATIONAL IN HONOR OF THE LATE RAY MCCAILL	500
CELEBRATION UNITED METHODIST CHURCH 9501 SW ARCHER ROAD GAINESVILLE, FL 32608	NONE	170(B)(1)(A)	SUPPORT FOR THE COMMUNITY OUTREACH PROGRAMS	1,000
CELEBRATION UNITED METHODIST CHURCH 9501 SW ARCHER ROAD GAINESVILLE, FL 32608	NONE	170(B)(1)(A)	BUILDING FUND SUPPORT	4,200
CELEBRATION UNITED METHODIST CHURCH 9501 SW ARCHER ROAD GAINESVILLE, FL 32608	NONE	170(B)(1)(A)	GENERAL OPERATING SUPPORT	3,470
<b>Total . . . . . ▶</b> <b>3a</b>				5,422,079

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHAR-EM UNITED WAY INC PO BOX 1701 PETOSKEY, MI 497701701	NONE	509(A)(1)	TO SUPPORT THE ORGANIZATIONS CAPACITY BUILDING EFFORTS	10,000
CHAR-EM UNITED WAY INC PO BOX 1701 PETOSKEY, MI 497701701	NONE	509(A)(1)	SUPPORT FOR CHAR-EM UNITED WAY 2015-2016 ANNUAL FUND	10,000
CHARLEVOIX COUNTY COMMUNITY FOUNDATION 301 WATER STREET PO BOX 718 EAST JORDAN, MI 49727	NONE	509(A)(1)	SUPPORT FOR THE FREY FAMILY DISCRETIONARY FUND	145,145
CHARLEVOIX HISTORICAL SOCIETY PO BOX 525 103 STATE STREET CHARLEVOIX, MI 497200525	NONE	509(A)(1)	CHARLEVOIX HISTORICAL SOCIETY MUSEUM RENOVATION PROJECT	2,000
CHILDREN'S CENTER FOR THE VISUALLY IMPAIRED 3101 MAIN STREET KANSAS CITY, MO 64111	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	3,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHOSEN INTERNATIONAL MEDICAL ASSISTANCE 3638 W 26TH STREET ERIE, PA 16506	NONE	509(A)(1)	FUNDING SUPPORT FOR THE ORGANIZATIONS MISSION WORK IN MEXICO	500
CITY OF GRAND RAPIDS 300 MONROE AVENUE NW 4TH FLOOR GRAND RAPIDS, MI 49503	NONE	170(B)(1)(A)	SOUTH DIVISION AVENUE CORRIDOR AREA SPECIFIC PLAN DESIGNED TO PLANT THE SEEDS NEEDED TO REVITALIZE EXISTING, AND CREATE NEW NEIGHBORHOODS, WITH A SUSTAINABLE MIX OF HOUSING, BUSINESSES, AND INSTITUTIONS	50,000
CITY OF HARBOR SPRINGS 160 ZOLL STREET HARBOR SPRINGS, MI 49740	NONE	170(B)(1)(A)	SUPPORT FOR THE HARBOR SPRINGS SK8 PARK PROGRAMS	5,000
COLORADO AVALANCHE INFORMATION CENTER 325 BROADWAY WS1 BOULDER, CO 80305	NONE	170(B)(1)(A)	SUPPORT FOR THE GENERAL FUND	500
CONSERVATION RESOURCE ALLIANCE 10850 TRAVERSE HIGHWAY SUITE 1180 TRAVERSE CITY, MI 49684	NONE	509(A)(1)	JORDAN RIVER OLD STATE ROAD/STREAM CROSSING IMPROVEMENT PROJECT	100,000
<b>Total . . . . . ►</b> <b>3a</b>				5,422,079



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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COUNCIL OF MICHIGAN FOUNDATIONS INC ONE SOUTH HARBOR SUITE 3 GRAND HAVEN, MI 49417	NONE	509(A)(1)	SPONSORSHIP SUPPORT FOR THE 44TH ANNUAL CMF CONFERENCE AND PERFORMANCE BY ARTIST IN RESIDENCE MIKE ELLISON	5,000
COUNCIL OF MICHIGAN FOUNDATIONS INC ONE SOUTH HARBOR SUITE 3 GRAND HAVEN, MI 49417	NONE	509(A)(1)	MICHIGAN GOVERNOR'S OFFICE OF FOUNDATION LIAISON	10,000
CRESCENDO ACADEMY OF MUSIC INC EPIC CENTER SUITE 12359 S KALAMAZOO MALL KALAMAZOO, MI 49007	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	100
CROOKED TREE ARTS COUNCIL INC 461 E MITCHELL STREET PETOSKEY, MI 49770	NONE	509(A)(2)	CROOKED TREE ARTS CENTER PROGRAMS IN VISUAL ARTS, ARTS EDUCATION AND PERFORMING ARTS OFFERED IN TWO LOCATIONS-PETOSKEY AND TRAVERSE CITY	35,000
DAVENPORT UNIVERSITY 6191 KRAFT AVE SE GRAND RAPIDS, MI 49512	NONE	509(A)(1)	INSPIRING MINDS, IGNITING CAREERS, INVESTING IN THE VISION 2015 CAPITAL CAMPAIGN	350,000
<b>Total</b> . . . . . <b>3a</b>				5,422,079

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Name and address (home or business)				
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DELTA GAMMA FOUNDATION 3250 RIVERSIDE DRIVE COLUMBUS, OH 43221	NONE	509(A)(1)	MEETING THE EDUCATIONAL NEEDS OF BLIND AND VISUALLY IMPAIRED CHILDREN	3,000
DIOCESE OF GRAND RAPIDS 360 DIVISION AVE SE SUITE 3A GRAND RAPIDS, MI 495034501	NONE	170(B)(1)(A)	SUPPORT FOR THE CATHOLIC SERVICES APPEAL 2015	100
DRUMMOND ISLAND MEDICAL CENTER PO BOX 98 DRUMMOND ISLAND, MI 49726	NONE	509(A)(1)	MEDICAL SUPPLIES FOR ADOLESCENCE	2,500
EARTH UNIVERSITY FOUNDATION 3525 PIEDMONT RD NE8 PIEDMONT CENTERSUITE 520 ATLANTA, GA 303051509	NONE	509(A)(1)	TO SUPPORT EARTH UNIVERSITYS FINANCIAL AID PROGRAM	2,500
EAST GRAND RAPIDS SCHOOLS FOUNDATION 2915 HALL STREET SE EAST GRAND RAPIDS, MI 495063091	NONE	509(A)(1)	SUPPORT FOR THE EGRFOREVER <sup>1</sup> FUND	2,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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Name and address (home or business)				
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EAST GRAND RAPIDS SCHOOLS FOUNDATION 2915 HALL STREET SE EAST GRAND RAPIDS, MI 495063091	NONE	509(A)(1)	MEMORIAL GIFT IN HONOR OF AMY BENNETT	2,000
EAST GRAND RAPIDS TEAM BOOSTERS 2211 LAKE DRIVE GRAND RAPIDS, MI 49506	NONE	509(A)(1)	GENERAL SUPPORT FOR THE EGR BOYS LACROSSE TEAM	1,000
EBONY HORSEWOMEN INC 337 VINE STREET HARTFORD, CT 06112	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
EBONY ROAD PLAYERS 1213 KALAMAZOO AVE GRAND RAPIDS, MI 49507	NONE	509(A)(1)	BUILDING BRIDGES GIVING VOICE TO DIVERSE COMMUNITIES	10,000
ELE'S PLACE 1145 W OAKLAND AVENUE LANSING, MI 48915	NONE	509(A)(1)	FUNDING FOR ELE'S PLACE CHILDREN'S PROGRAMS-A CENTER FOR GRIEVING CHILDREN	10,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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<b>a</b> <i>Paid during the year</i>				
EMMET COUNTY COUNTY BUILDING200 DIVISION STREETSUITE 676 PETOSKEY, MI 49770	NONE	170(B)(1)(A)	RECYCLE CARTS AT THE CURB PROGRAM - TO PROVIDE 64 GALLON CARTS TO HOUSEHOLDS AND PURCHASE A NEW COMPACTING CURBSIDE TRUCK TO ACCOMMODATE THE CARTS	54,000
EPISCOPAL HIGH SCHOOL 1200 NORTH QUAKER LANE ALEXANDRIA, VA 22302	NONE	509(A)(1)	TO SUPPORT THE EPISCOPAL HIGH SCHOOLS ROLL CALL FUND	2,500
FAIR FOOD NETWORK 205 E WASHINGTON ST STE B ANN ARBOR, MI 48104	NONE	509(A)(1)	WEST MICHIGAN EXPANSION OF DOUBLE UP FOOD BUCKS-A HEALTHY FOOD INCENTIVE PROGRAM TARGETED TO LOW-INCOME FAMILIES	50,000
FAMILY PROMISE OF GRAND RAPIDS 516 CHERRY STREET SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES	5,000
FAMILY PROMISE OF GRAND RAPIDS 516 CHERRY STREET SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	A JOURNEY HOME-CAPITAL CAMPAIGN TO ACQUIRE AND RENOVATE A VACANT BUILDING TO SUPPORT FAMILIES EXPERIENCING HOMELESSNESS	120,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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Name and address (home or business)				
<b>a</b> Paid during the year				
FAMILY PROMISE OF GRAND RAPIDS 516 CHERRY STREET SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	PATHWAY HOME INITIATIVE- PROVIDING SHELTER SPACE FOR FAMILIES WITH CHILDREN	3,000
FAMILY PROMISE OF GRAND RAPIDS 516 CHERRY STREET SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	A JOURNEY HOME-CAPITAL CAMPAIGN TO ACQUIRE AND RENOVATE A VACANT BUILDING TO SUPPORT FAMILIES EXPERIENCING HOMELESSNESS	40,000
FLORIDA COALITION FOR PRESERVATION 4600 NORTH OCEAN BLVD SUITE 102 OCEAN RIDGE, FL 33435	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
FRESHWATER FUTURE PO BOX 2479 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR EFFORTS IN SECURING INDIVIDUAL, MAJOR GIFTS AND DIVERSIFYING FUNDING SOURCES AS OUTLINED IN THE DONOR AND FUNDING DIVERSIFICATION ACTION STEPS DOCUMENT	10,000
FRIENDS OF THE UTAH AVALANCHE CENTER PO BOX 521353 SALT LAKE CITY, UT 841521353	NONE	509(A)(1)	SUPPORT FOR GENERAL FUND	500
<b>Total</b> . . . . .				5,422,079
<b>3a</b>				

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GILDA'S CLUB GRAND RAPIDS 1806 BRIDGE STREET NW GRAND RAPIDS, MI 49504	NONE	509(A)(1)	SUPPORT FOR THE HIGH FIVE CAMPAIGN	5,000
GRAND ACTION FOUNDATION 120 LYON ST NW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	UNDERWRITING SUPPORT FOR RESEARCH ON EVALUATING THE NEED FOR EXPANDED CONVENTION FACILITIES AND ADDITIONAL HOTEL INVENTORY	10,000
GRAND RAPIDS AFRICAN AMERICAN HEALTH INSTITUTE 301 MICHIGAN NE SUITE 400 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	250
GRAND RAPIDS ART MUSEUM 101 MONROE CENTER ST NW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	ENHANCING THE EDUCATION JOURNEY THROUGH THE ARTS	16,300
GRAND RAPIDS ART MUSEUM 101 MONROE CENTER ST NW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR GRAM LANGUAGE ARTISTS PROGRAM	5,000
<b>Total . . . . .</b> <b>3a</b>				5,422,079

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GRAND RAPIDS BALLET COMPANY 341 ELLSWORTH SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR STRATEGIC PLANNING	10,000
GRAND RAPIDS CHILDREN'S MUSEUM 11 SHELDON AVE NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT TO ASSIST IN SECURING A CONSULTATION WITH RENOWNED ARTS MANAGER TO GUIDE THE GRCM THROUGH A CAPACITY BUILDING ASSESSMENT	9,000
GRAND RAPIDS COMMUNITY COLLEGE FOUNDATION 143 BOSTWICK AVE NE GRAND RAPIDS, MI 49525	NONE	509(A)(1)	SUPPORT FOR STUDENTS TO ATTEND THE SCHOLARFEST 2017 EVENT HONORING STEVE AND KAREN ENDER	3,000
GRAND RAPIDS COMMUNITY COLLEGE FOUNDATION 143 BOSTWICK AVE NE GRAND RAPIDS, MI 49525	NONE	509(A)(1)	CAMPAIGN TO SUPPORT THE RENOVATION OF GRCC'S MUSIC BUILDING - THE OLDEST FACILITY ON THE DOWNTOWN CAMPUS, AS WELL AS THE NEW CONSTRUCTION, EXPANSION, AND COMMUNITY OUTREACH FOR THE GRCC LABORATORY PRESCHOOL	24,000
GRAND RAPIDS COMMUNITY FOUNDATION 185 OAKES ST SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR RAPIDGROWTH MEDIA'S "ON THE GROUND" - A PILOT PROGRAM TO TELL THE STORY OF THE PEOPLE, PROJECTS AND INNOVATIONS THAT ARE CREATING "WHAT'S NEXT" FOR DISADVANTAGED NEIGHBORHOODS IN GRAND RAPIDS	10,000
<b>Total . . . . .</b> <b>3a</b>				5,422,079

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GRAND RAPIDS COMMUNITY FOUNDATION 185 OAKES ST SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	ADDITIONAL FUNDING FOR THE CHALLENGE SCHOLARS INITIATIVE	5,000
GRAND RAPIDS COMMUNITY FOUNDATION 185 OAKES ST SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	CHALLENGE SCHOLARS INITIATIVE - COMMUNITY INFRASTRUCTURE AND LAST DOLLARS SCHOLARSHIPS TARGETED TO ENCOURAGE FIRST GENERATION AND/OR LOW-INCOME STUDENTS OBTAIN A DEGREE OR HIGH QUALITY CREDENTIAL	150,000
GRAND RAPIDS CREATIVE YOUTH CENTER 413 EASTERN AVE SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
GRAND RAPIDS DOMINICANS 2025 EAST FULTON STREET GRAND RAPIDS, MI 495033895	NONE	509(A)(1)	SUPPORT FOR THE NATIONAL CATHOLIC SISTERS WEEK EVENT - DAY OF SERVICE	50
GRAND RAPIDS DOWNTOWN MARKET EDUCATION FOUNDATION 435 IONIA AVE SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	EVALUATION AND CONTINUED DEVELOPMENT OF A STRATEGIC PLAN FOR THE DOWNTOWN MARKET	8,000
<b>Total . . . . . ►</b> <b>3a</b>				5,422,079



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GRAND RAPIDS DOWNTOWN MARKET EDUCATION FOUNDATION 435 IONIA AVE SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	EVALUATION AND CONTINUED DEVELOPMENT OF A STRATEGIC PLAN FOR THE DOWNTOWN MARKET	10,000
GRAND RAPIDS SYMPHONY SOCIETY 300 OTTAWA AVENUE NW SUITE 100 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	TO SUPPORT THE GATEWAY TO MUSIC PROGRAM	500
GRAND RAPIDS UNIVERSITY PREPARATORY ASSOCIATION PO BOX 3127 GRAND RAPIDS, MI 495013127	NONE	509(A)(1)	GRAND RAPIDS UNIVERSITY PREPARATORY ACADEMYS PROGRAMMATIC OUTREACH EFFORTS	3,000
GRAND RAPIDS WHITEWATER INC 502 SECOND STREET NWSUITE 300 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	FUNDRAISING SUPPORT TO HELP IDENTIFY STATE AND FEDERAL RESOURCES FOR THE ADVANCEMENT OF THE GRAND RIVER RESTORATION PROJECT	15,000
GRAND VALLEY STATE UNIVERSITY 201 FRONT AVENUE SW GRAND RAPIDS, MI 48504	NONE	509(A)(1)	EXPANDING THE VISION GRAND VALLEY'S HEALTH SCIENCES CAMPUS CAPITAL CAMPAIGN	500,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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GRAND VALLEY STATE UNIVERSITY 201 FRONT AVENUE SW GRAND RAPIDS, MI 48504	NONE	509(A)(1)	MEMORIAL CONTRIBUTION IN MEMORY OF JIM EDWARDS OF THE JOHNSON CENTER	500
GRAND VALLEY STATE UNIVERSITY 201 FRONT AVENUE SW GRAND RAPIDS, MI 48504	NONE	509(A)(1)	SUPPORT FOR THE MICHAEL YOUNG MEMORIAL SCHOLARSHIP	100
GRAND VALLEY STATE UNIVERSITY 201 FRONT AVENUE SW GRAND RAPIDS, MI 48504	NONE	509(A)(1)	SPONSORSHIP SUPPORT FOR THE 2017 NATIONAL SUMMIT ON FAMILY PHILANTHROPY	35,000
GREAT LAKES EDUCATION FOUNDATION 2870 DOBIE ROAD MASON, MI 48854	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THE ORGANIZATION	10,000
HABITAT FOR HUMANITY OF KENT COUNTY INC 425 PLEASANT ST SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	"BUILDING BLOCKS STRATEGY" PHASE II - A COMPREHENSIVE REVITALIZATION EFFORT TARGETED TO WESTSIDE NEIGHBORHOODS OF GRAND RAPIDS WITH PARTICULAR EMPHASIS ON AREAS SURROUNDING CHALLENGE SCHOLARS SCHOOLS	55,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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Name and address (home or business)				
<b>a</b> Paid during the year				
HABITAT FOR HUMANITY OF KENT COUNTY INC 425 PLEASANT ST SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	"BUILDING BLOCKS STRATEGY" PHASE II - A COMPREHENSIVE REVITALIZATION EFFORT TARGETED TO WESTSIDE NEIGHBORHOODS OF GRAND RAPIDS WITH PARTICULAR EMPHASIS ON AREAS SURROUNDING CHALLENGE SCHOLARS SCHOOLS	165,000
HARBOR HALL FOUNDATION PO BOX 376 HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	SUPPORT FOR BOARD INFRASTRUCTURE AND DESIMPEL CENTER BUILD-OUT	10,000
HARBOR SPRINGS BASEBALL COMMISSION PO BOX 4561 HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
HARBOR SPRINGS PUBLIC SCHOOLS 800 STATE ROAD HARBOR SPRINGS, MI 49740	NONE	170(B)(1)(A)	SUPPORT FOR LEVEL 2 READER BOOKS	6,826
HEART OF WEST MICHIGAN UNITED WAY 118 COMMERCE AVE SW 100 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	MATCHING GIFT FOR 2015-2016 FUNDRAISING CAMPAIGN	25,000
<b>Total</b> . . . . . <b>3a</b>				5,422,079

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
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HOBE SOUND COMMUNITY CHEST PO BOX 511 HOBE SOUND, FL 334750511	NONE	509(A)(1)	\$2,500 TO SUPPORT THE HOBE SOUND CHILD CARE CENTER AND \$2,500 TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THE ORGANIZATION	5,000
HOME REPAIR SERVICES 1100 SOUTH DIVISION GRAND RAPIDS, MI 49507	NONE	509(A)(1)	THE COMMUNITY FOOD CLUB OF GREATER GRAND RAPIDS IS A COLLABORATIVE SYSTEMIC RESPONSE TO HUNGER, PROMOTING FOOD SECURITY, CONSUMER CHOICE AND DIGNITY FOR LOW-INCOME MEMBER HOUSEHOLDS	10,000
INDEPENDENT SECTOR 1828 L STREET NW SUITE 1200 WASHINGTON, DC 20036	NONE	509(A)(1)	SUPPORT FOR THE 2017 ANNUAL CONFERENCE	500
INTERLOCHEN CENTER FOR THE ARTS PO BOX 199 INTERLOCHEN, MI 49643	NONE	509(A)(1)	PROGRAMMING SUPPORT FOR INTERLOCHEN PUBLIC RADIO	500
JOURNEY GRAND RAPIDS 180 PETTIS AVENUE SE ADA, MI 49301	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
<b>Total . . . . .</b> <b>3a</b>				5,422,079

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JUNIOR ACHIEVEMENT OF THE MICHIGAN GREAT LAKES INC 741 KENMOOR AVENUE SE SUITE C GRAND RAPIDS, MI 495465797	NONE	509(A)(1)	SUPPORT FOR THE 2016 JUNIOR ACHIEVEMENT WEST MICHIGAN BUSINESS HALL OF FAME DINNER TO BE HELD ON MAY 16 AT MEIJER GARDENS IN HONOR OF EDWARD J FREY	2,500
JUNIOR LEAGUE OF GRAND RAPIDS INC  25 SHELDON BOULEVARD SE SUITE 127 GRAND RAPIDS, MI 495034210	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
JUPITER ISLAND MEDICAL CLINIC INC 100 ESTRADA SQUARE HOBE SOUND, FL 334552400	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION IN HONOR OF THE STAFF AT THE JUPITER ISLAND MEDICAL CLINIC	2,000
KALAMAZOO COLLEGE 1200 ACADEMY STREET KALAMAZOO, MI 490063295	NONE	509(A)(1)	1833 SOCIETY	3,000
K-CONNECT 1633 E BELTLINE NE GRAND RAPIDS, MI 49525	NONE	170(B)(1)(A)	TO FACILITATE THE IMPLEMENTATION OF THE COLLECTIVE IMPACT COMMON AGENDA & ROADMAP ON BEHALF OF KENT COUNTY CHILDREN AND FAMILIES	80,000
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KENT COUNTY PARKS FOUNDATION 400 ANN STREET NW SUITE 210 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	SPONSORSHIP FOR SOMETHING'S GRILLING VII	500
KENT COUNTY PARKS FOUNDATION 400 ANN STREET NW SUITE 210 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	TWO RIVERS PARKLAND	17,500
KENT DISTRICT LIBRARY 814 WEST RIVER CENTER DR COMSTOCK PARK, MI 49321	NONE	509(A)(1)	SPONSORSHIP OF KDL'S LITERARY LIBATIONS GALA	1,000
KIDS FOOD BASKET 2055 OAK INDUSTRIAL DR NE SUITE C GRAND RAPIDS, MI 49505	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES	1,000
KIDS FOOD BASKET 2055 OAK INDUSTRIAL DR NE SUITE C GRAND RAPIDS, MI 49505	NONE	509(A)(1)	GENERAL CHARITABLE ACTIVITIES	2,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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LAKE COUNTY HISTORICAL SOCIETY 915 N MICHIGAN AVENUE PO BOX 774 BALDWIN, MI 49304	NONE	509(A)(1)	SUPPORT FOR PHASE 3 OF THE LAKE COUNTY HISTORICAL MUSEUM'S COMMUNITY HOUSE	27,750
LAKESHORE ETHNIC DIVERSITY ALLIANCE PO BOX 2945 HOLLAND, MI 49422	NONE	509(A)(1)	LAKESHORE ETHNIC DIVERSITY ALLIANCE 20-YEAR CELEBRATION	1,250
LAND CONSERVANCY OF WEST MICHIGAN 400 ANN STREET NW SUITE 102 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	BARRIER DUNES SANCTUARY ADDITION	75,000
LAND CONSERVANCY OF WEST MICHIGAN 400 ANN STREET NW SUITE 102 GRAND RAPIDS, MI 49504	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
LEADERSHIP CHARLEVOIX COUNTY 109 MASON STREET CHARLEVOIX, MI 49720	NONE	509(A)(2)	BORN LEARNING TRAIL	1,200
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LINC COMMUNITY REVITALIZATION INC 1167 MADISON GRAND RAPIDS, MI 49507	NONE	509(A)(1)	SUPPORT FOR THE COMMUNITY SPIRIT AWARD & EMPOWERED COMMUNITY CONFERENCE	2,500
LINC COMMUNITY REVITALIZATION INC 1167 MADISON GRAND RAPIDS, MI 49507	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	100
LITERACY CENTER OF WEST MICHIGAN 1120 MONROE NW SUITE 240 GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT TO IMPROVE THE CONTENT, CAPACITY AND MEASUREMENT OF THE LITERACY CENTER OF WEST MICHIGAN'S DUAL-GENERATION INTERVENTION, FAMILY LITERACY INITIATIVE	30,000
LITTLE TRAVERSE BAY HUMANE SOCIETY 1300 WEST CONWAY ROAD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	TO SUPPORT THE SPAY AND NEUTER PROGRAM	10,000
LITTLE TRAVERSE BAY HUMANE SOCIETY 1300 WEST CONWAY ROAD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	1,000
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LITTLE TRAVERSE BAY HUMANE SOCIETY 1300 WEST CONWAY ROAD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	CAPITAL CAMPAIGN TO BUILD A VETERINARY CLINIC ON THE CAMPUS OF THE LITTLE TRAVERSE BAY HUMANE SOCIETY	65,000
LITTLE TRAVERSE CONSERVANCY INC 3264 POWELL ROAD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
LITTLE TRAVERSE CONSERVANCY INC 3264 POWELL ROAD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	CHRISTMAS MOUNTAIN LAND PURCHASE PERMANENT PRESERVATION OF 236 ACRES OF NATURAL LAND IN EMMET COUNTY	50,000
LITTLE TRAVERSE SAILORS PO BOX 583 HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	SCHOLARSHIP PROGRAM SUPPORT TO SERVE CHILDREN FROM ECONOMICALLY DISADVANTAGED HOUSEHOLDS	2,000
LOCAL FIRST EDUCATIONAL FOUNDATION 345 FULLER AVE NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL SUPPORT FOR LOCAL FIRST EDUCATIONAL FOUNDATION	1,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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LOWELL AREA ARTS COUNCIL 223 W MAIN ST PO BOX 53 LOWELL, MI 49331	NONE	509(A)(1)	MOVING TO MAIN CAPITAL CAMPAIGN SUPPORT TO PURCHASE AND RENOVATE A NEW SPACE IN DOWNTOWN LOWELL	15,000
MARY FREE BED HOSPITAL AND REHABILITATION HOSPITAL 235 WEALTHY SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	TO ORGANIZE HOLIDAY CELEBRATIONS FOR CHILDREN & YOUTH RECEIVING SERVICES AT MARY FREE BED HOSPITAL AND REHABILITATION CENTER DURING THE 2016 HOLIDAY SEASON	2,000
MARY FREE BED REHABILITATION HOSPITAL FOUNDATION 235 WEALTHY ST SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	150
MCLAREN NORTHERN MICHIGAN FOUNDATION 360 CONNABLE AVENUE PETOSKEY, MI 49770	NONE	509(A)(1)	TO ORGANIZE HOLIDAY CELEBRATIONS FOR CHILDREN HOSPITALIZED AT MCLAREN NORTHERN MICHIGAN HOSPITAL DURING THE 2016 HOLIDAY SEASON	2,000
MICHIGAN FUTURE INC PO BOX 130416 ANN ARBOR, MI 48105	NONE	509(A)(1)	RAISING MICHIGANDERS' STANDARD OF LIVING - DEVELOPMENT OF A DATA-DRIVEN PUBLIC POLICY AGENDA INTENDED TO ADVANCE THE ECONOMIC CHARACTERISTICS OF THRIVING 21ST CENTURY COMMUNITIES AT THE STATE LEVEL	50,000
<b>Total . . . . . ►</b> <b>3a</b>				5,422,079

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MICHIGAN RADIO 535 W WILLIAMS STREET ANN ARBOR, MI 48103	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF MICHIGAN RADIO (NPR)	200
MR B'S BASKETBALL READING & MATH CAMP PO BOX 7532-49510 GRAND RAPIDS, MI 49510	NONE	509(A)(1)	SUPPORT FOR MR B'S 2016 BASKETBALL, READING AND MATH CAMP	7,000
MUNSON HEALTHCARE CHARLEVOIX HOSPITAL FOUNDATION 14700 LAKE SHORE DRIVE CHARLEVOIX, MI 49720	NONE	509(A)(3) TYPE I	SHARE THE HEALTH CAMPAIGN IN SUPPORT OF CAPITAL RENOVATIONS TO CHARLEVOIX AREA HOSPITAL	250,000
NATIONAL ASSEMBLY OF STATE ARTS AGENCIES 1200 18TH STREET NW SUITE 1100 WASHINGTON, DC 20036	NONE	509(A)(2)	ASSEMBLY 2016	10,000
NATIONAL AUDUBON SOCIETY INC 225 VARICK STREET 7TH FLOOR NEW YORK, NY 10014	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	12,500
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NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	NONE	509(A)(1)	SPONSORSHIP FOR THE 12TH ANNUAL HEALING OUR WATERS CONFERENCE	2,500
NAVY LEAGUE OF THE UNITED STATES 600 LYNNHAVEN PARKWAY SUITE 202 VIRGINIA BEACH, VA 23452	NONE	509(A)(1)	SUPPORT FOR COMMISSIONING OF THE USS GERALD R FORD CVN78/SPECIAL ROOMS	25,000
NAVY-MARINE CORPS RELIEF SOCIETY 875 N RANDOLPH STREET SUITE 225 ARLINGTON, VA 22203	NONE	509(A)(1)	DONATION IN THE HONOR OF "TOP" MSGT JAMES O DAVLIN USMC RET 1958-1985 AND HM3 DAVID LARSON	30,000
NORTH CENTRAL MICHIGAN COLLEGE FOUNDATION 1515 HOWARD STREET PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT TO ADVANCE AND STRENGTHEN THE NCMC FOUNDATION THROUGH EDUCATION AND OUTREACH, INCLUDING PUBLICITY AND EVENTS	5,000
NORTHWEST AVALANCHE CENTER 15600 NE 8TH ST SUITE B1-711 BELLEVUE, WA 98008	NONE	509(A)(1)	SUPPORT FOR THE GENERAL FUND	500
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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OUTDOOR DISCOVERY CENTER MACATAWA GREENWAY 4214 56TH STREET HOLLAND, MI 49423	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	15,000
PETOSKEY-HARBOR SPRINGS AREA COMMUNITY FOUNDATION 616 PETOSKEY STREET SUITE 203 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR THE EDWARD J FREY, JR CHARITABLE FUND	45,000
PETS FOR VETS - WEST MICHIGAN 9161 SPARTA AVE NW E SPARTA, MI 493459405	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
PLANNED PARENTHOOD OF SOUTH FLORIDA AND THE TREASURE COAST INC DBA PLANNED 2300 NORTH FLORIDA MANGO ROAD WEST PALM BEACH, FL 33409	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
PLANNED PARENTHOOD OF WEST AND NORTHERN MICHIGAN 425 CHERRY STREET SE GRAND RAPIDS, MI 495034691	NONE	509(A)(1)	SUPPORT TO BUILD THE DONOR BASE OF ANNUAL SUPPORT FOR THE ORGANIZATION	10,000
<b>Total . . . . . ►</b> <b>3a</b>				5,422,079

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POP WARNER LITTLE SCHOLARS INC PO BOX 92 HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	GENERAL OPERATING AND EQUIPMENT FOR THE POP WARNER LITTLE SCHOLARS FOOTBALL LEAGUE IN HARBOR SPRINGS	5,000
PROJECT 117 15 CHERRY ST HOLLAND, MI 49423	NONE	509(A)(1)	SUPPORT FOR THE ONE 17 CHALLENGE MARATHON TEAM	2,000
PUMH FOUNDATION INC DBA ACTS LEGACY FOUNDATION INC 375 MORRIS ROAD PO BOX 90 WEST POINT, PA 194860090	NONE	509(A)(1)	SUPPORT FOR THE HERON POINT BENEVOLENCE FUND	12,500
RACQUET UP DETROIT PO BOX 11404 DETROIT, MI 48211	NONE	509(A)(1)	THIS DONATION IS FOR THE "DOUBLEDOWN2016" EVENT A FUNDRAISING EVENT TO MAKE THE ORGANIZATION OPERATIONAL	1,000
RONALD MCDONALD HOUSE OF WESTERN MICHIGAN 1323 CEDAR STREET NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SAFE, WARM, & DRY PROJECT	10,000
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ROTARY CLUB OF LITTLE TRAVERSE BAY SUNSET PO BOX 2101 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR THE SCHOLARSHIP PROGRAM	7,000
ROUNDUP RIVER RANCH PO BOX 858910 WEST BEAVER CREEK BLVDSUITE 250 AVON, CO 81620	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	1,000
SAINT MARY'S FOUNDATION 200 JEFFERSON AVENUE SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE NEW MOTHER'S CELEBRATION AT CLINICA SANTA MARIA	2,000
SAINT MEINRAD ARCHABBEY 200 HILL DRIVE ST MEINRAD, IN 47577	NONE	170(B)(1)(A)	MATCHING GIFT FOR SAINT MEINRAD OBLATES	250
SCHREMS WEST MICHIGAN TROUT UNLIMITED PO BOX 230094 GRAND RAPIDS, MI 49523	NONE	509(A)(1)	SUPPORT FOR 2016 WOMEN'S EVENTS	2,500
<b>Total . . . . . ▶</b> <b>3a</b>				5,422,079

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SHENANDOAH VALLEY DISCOVERY MUSEUM 19 W CORK STREET WINCHESTER, VA 22601	NONE	509(A)(1)	SUPPORT FOR THE ANNUAL FUND	1,000
SITE LAB INC 36 ALTEN AVE NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	50
SITE LAB INC 36 ALTEN AVE NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SITE LAB - RUMSEY STREET PROJECT A SERIES OF COMMUNITY ART PROJECTS THAT WILL BE ENTERED INTO ARTPRIZE, UTILIZING 3 ACRES IN GRAND RAPIDS' ROOSEVELT PARK NEIGHBORHOOD CONSISTING OF BOTH UNOCCUPIED STRUCTURES AND VACANT LOTS OWNED BY HABITAT FOR HUMANITY	22,000
SOS OUTREACH PO BOX 2020 AVON, CO 81620	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
SOUTH END COMMUNITY OUTREACH MINISTRIES 1545 BUCHANAN AVENUE SW GRAND RAPIDS, MI 49507	NONE	509(A)(1)	LITTLE STEPS AT SECOM PRESCHOOL EXPANSION	5,000
<b>Total . . . . .</b> <b>3a</b>				5,422,079



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SPECTRUM HEALTH FOUNDATION 100 MICHIGAN STREET NE MC004 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	TO ORGANIZE HOLIDAY CELEBRATIONS FOR CHILDREN HOSPITALIZED AT DEVOS CHILDREN'S HOSPITAL DURING THE 2016 HOLIDAY SEASON	4,000
SPECTRUM HEALTH FOUNDATION 100 MICHIGAN STREET NE MC004 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
SPECTRUM HEALTH FOUNDATION 100 MICHIGAN STREET NE MC004 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL SUPPORT AND GALA 2016 SUPPORT TO EXPAND THE DEMENTIA CLINIC	5,000
ST CECILIA MUSIC CENTER 24 RANSOM AVENUE NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	MUSIC LIVES HERE - ADVANCEMENT CAMPAIGN TO INCREASE ORGANIZATIONAL ENDOWMENT, MAINTAIN AND IMPROVE ITS FACILITY AND EXPAND PROGRAMMING	75,000
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS, MI 49506	NONE	509(A)(1)	SUPPORT FOR EDUCATIONAL AND OUTREACH WORK	275
<b>Total . . . . . ►</b> <b>3a</b>				5,422,079

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ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS, MI 49506	NONE	509(A)(1)	SUPPORT FOR THE MISSION WORK OF THE CHURCH AND SCHOOL	500
ST STEPHEN CATHOLIC SCHOOL 740 GLADSTONE SE EAST GRAND RAPIDS, MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR THE ALT DINNER & AUCTION	50
TALENT 2025 48 LOGAN STREET SW SUITE 124 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	EMPLOYER AND COMMUNITY COMMUNICATION AND OUTREACH INITIATIVE	15,000
THE ARBOR CIRCLE CORPORATION 1115 BALL AVE NE GRAND RAPIDS, MI 49505	NONE	509(A)(1)	INITIATIVE FOR RUNAWAY AND HOMELESS YOUTH	45,000
THE CENTER FOR MICHIGAN INC 4100 NORTH DIXBORO ROAD ANN ARBOR, MI 48105	NONE	509(A)(1)	SUPPORT FOR THE CENTER FOR MICHIGAN'S STATEWIDE PUBLIC ENGAGEMENT AND PUBLIC ISSUES JOURNALISM	50,000
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THE FUND FOR PARK AVENUE 445 PARK AVENUE 9TH FLOOR NEW YORK, NY 10022	NONE	509(A)(1)	SUPPORT THE 2015- 2016 MALLS PLANTING PROJECT AND THE HOLIDAY TREE LIGHTING	6,000
THE GREATER GRAND RAPIDS CHAMBER FOUNDATION 111 PEARL STREET NW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	LAUNCH OF ELEVATE - A BUSINESS ACCELERATOR INITIATIVE DESIGNED TO STRENGTHEN AND EXPAND SCALABLE MINORITY-OWNED FIRMS	37,500
THE MANNA PROJECT INC 8791 MCBRIDE PARK COURT HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	FOOD FOR KIDS PROJECT	5,000
THE MANNA PROJECT INC 8791 MCBRIDE PARK COURT HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	FUNDING FOR THE 2016 HOLIDAY DINNERS PROGRAM FOR THANKSGIVING AND CHRISTMAS	5,000
THE MANNA PROJECT INC 8791 MCBRIDE PARK COURT HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079

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THE MICHIGAN WOMEN'S FOUNDATION 615 GRISWOLD STREET SUITE 1020 DETROIT, MI 48226	NONE	509(A)(1)	MICHIGAN WOMEN'S FOUNDATION 30TH ANNIVERSARY CELEBRATION & EMPOWERMENT FORUM	10,000
THE MICHIGAN WOMEN'S FOUNDATION 615 GRISWOLD STREET SUITE 1020 DETROIT, MI 48226	NONE	509(A)(1)	ORGANIZATIONAL SUPPORT FOR 30TH ANNIVERSARY	2,000
THE POTTER'S HOUSE 810 VANRAALTE DRIVE SW GRAND RAPIDS, MI 49509	NONE	509(A)(1)	TO SUPPORT THE SCHOLARSHIP FUND	3,000
THE POTTER'S HOUSE 810 VANRAALTE DRIVE SW GRAND RAPIDS, MI 49509	NONE	509(A)(1)	GROWING HOPE TOGETHER CAMPAIGN - CAPITAL CAMPAIGN TO RENOVATE AND EXPAND EXISTING FACILITIES, PURCHASE AND RENOVATE NEW COMMUNITY SPACE, AND INCREASE SCHOLARSHIPS AND ENDOWMENT FUNDS	300,000
THE RIGHT PLACE FOUNDATION 125 OTTAWA AVENUE NW SUITE 450 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	THE WEST MICHIGAN ECONOMIC DEVELOPMENT COLLABORATIVE THE COORDINATION AND IMPLEMENTATION OF ECONOMIC DEVELOPMENT SERVICES IN THE 13-COUNTY WEST MICHIGAN REGION	85,000
<b>Total</b> . . . . . ► <b>3a</b>				5,422,079

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE SEEING EYE INCORPORATED PO BOX 375 WASHINGTON VALLEY RD MORRISTOWN, NJ 079630375	NONE	509(A)(1)	TO PROVIDE TRAINED GUIDE DOGS THAT ALLOW THE BLIND TO TRAVEL MORE FREELY	5,000
THE SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH, FL 33480	NONE	509(A)(1)	SUPPORT FOR THE FOUR ARTS ANNUAL FUND	2,500
THE UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET ANN ARBOR, MI 481091288	NONE	509(A)(1)	SUPPORT FOR THE DEAN'S GENERAL FUND AT THE ROSS SCHOOL OF BUSINESS	5,000
THE WILD ANIMAL SANCTUARY 1946 COUNTRY ROAD 53 KEENESBURG, CO 80643	NONE	509(A)(1)	SUPPORT FOR THE WILD OPEN SPACES CAMPAIGN	1,000
TRUENORTH COMMUNITY SERVICES 6308 S WARNER AVENUE FREMONT, MI 49412	NONE	509(A)(1)	SUPPORT FOR THE CAMP NEWAYGO SCHOLARSHIP PROGRAM	1,000
<b>Total . . . . .</b> ► <b>3a</b>				5,422,079


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment					
Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
UNITED WAY OF PALM BEACH COUNTY 477 S ROSEMARY AVE 230 WEST PALM BEACH, FL 33401		NONE	509(A)(1)	COMMUNITY CARE FUND	10,000
UNIVERSITY OF FLORIDA FOUNDATION INC 1200 WEIMER HALL PO BOX 118405 GAINESVILLE, FL 32611		NONE	509(A)(1)	SUPPORT FOR THE SUMMER JUNIOR VOLUNTEER PROGRAM AT THE MCGUIRE CENTER FOR LEPIDOPTERA AND BIODIVERSITY AT THE FLORIDA MUSEUM OF NATURAL HISTORY	5,000
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL CAROLINA PERFORMING ARTS  103 SOUTH BUILDING CAMPUS BOX 9100 CHAPEL HILL, NC 27599		NONE	509(A)(1)	SUPPORT FOR THE MINOR IN ENTREPRENEURSHIP GENERAL FUND	5,000
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL CAROLINA PERFORMING ARTS  103 SOUTH BUILDING CAMPUS BOX 9100 CHAPEL HILL, NC 27599		NONE	509(A)(1)	SUPPORT FOR THE JOHNSTON CENTER FOR UNDERGRADUATE EXCELLENCE	5,000
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL CAROLINA PERFORMING ARTS  103 SOUTH BUILDING CAMPUS BOX 9100 CHAPEL HILL, NC 27599		NONE	509(A)(1)	CAROLINA PERFORMING ARTS (STUDENT TICKET ANGEL FUND)	25,000
Total . . . . . ▶ 3a					5,422,079

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
UNIVERSITY OF NORTH CAROLINA CHAPEL HILL ARTS AND SCIENCES FOUNDATION 134 E FRANKLIN ST CHAPEL HILL, NC 27514	NONE	509(A)(1)	SUPPORT FOR THE HILL HALL SEAT CAMPAIGN	20,000
UNIVERSITY OF NORTH CAROLINA CHAPEL HILL ARTS AND SCIENCES FOUNDATION 134 E FRANKLIN ST CHAPEL HILL, NC 27514	NONE	509(A)(1)	SUPPORT FOR UNC HILL HALL RENOVATION	25,000
UNIVERSITY OF OREGON SCHOOL OF ARCHITECTURE ALLIED ARTSOFFICE OF DEVELOPMENT5235 UNIVE EUGENE, OR 974035235	NONE	170(B)(1)(A)	TO SUPPORT THE CAMPAIGN ACCESS EXCELLENCE EXPERIENCE WITH A FOCUS ON THE SCHOOL OF ARCHITECTURE ON THE EUGENE CAMPUS	5,000
UNIVERSITY OF VERMONT 85 SO PROSPECT STREET BURLINGTON, VT 05405	NONE	170(B)(1)(A)	SUPPORT FOR THE NUTRITION AND FOOD SCIENCES PROGRAM IN THE COLLEGE OF AGRICULTURE AND LIFE SCIENCES	2,000
VAIL VALLEY FOUNDATION PO BOX 6550 AVON, CO 81620	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	750
<b>Total</b> . . . . . ► <b>3a</b>				5,422,079

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
VILLAGE PRESBYTERIAN CHURCH ENDOWMENT FUND 6641 MISSION RD PRAIRIE VILLAGE, KS 66208	NONE	509(A)(1)	SUPPORT FOR THE FOLLOWING TRUSTEES MEMORIAL FUND TO BENEFIT THE GATHERING (\$10,000), NOW AND TOMORROW (\$3,000), MISSION (\$5,000), VILLAGE PRESBYTERIAN PRE-SCHOOL (\$5,000)	23,000
VOCALESSENCE 1900 NICOLLET AVENUE MINNEAPOLIS, MN 55403	NONE	509(A)(1)	SUPPORT TO PROVIDE OPPORTUNITIES FOR VOCAL MUSIC EXPRESSION	4,000
WEILL CORNELL MEDICAL COLLEGE WEILL CORNELL MEDICAL COLLEGE OFFICE OF INSTITUTIONAL ADVANCEMENT 1300 YO NEW YORK, NY 10065	NONE	509(A)(1)	ANNUAL GIVING WEILL CORNELL MEDICAL COLLEGE	1,000
WELL HOUSE 600 CASS SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE "HOUSING FOR THOSE WHO ARE HOMELESS" CAMPAIGN DESIGNED TO STRENGTHEN THE COMMUNITY-WIDE EFFORT TO END HOMELESSNESS IN THE GRAND RAPIDS AREA	45,000
WELL HOUSE 600 CASS SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	54
<b>Total . . . . .</b> ▶ <b>3a</b>				5,422,079



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WELL HOUSE 600 CASS SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
WEST MICHIGAN AVIATION ACADEMY 5363 44TH STREET SE GRAND RAPIDS, MI 49512	NONE	170(B)(1)(A)	SUPPORT FOR LEADERS OF TOMORROW GALA	2,500
WEST MICHIGAN CENTER FOR ARTS AND TECHNOLOGY 98 E FULTON ST SUITE 202 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	WMCAT LEAVE YOUR MARK CAPITAL CAMPAIGN AND TEEN ARTS + TECH PROGRAM ADVANCEMENT	50,000
WEST MICHIGAN CENTER FOR ARTS AND TECHNOLOGY 98 E FULTON ST SUITE 202 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	WMCAT LEAVE YOUR MARK CAPITAL CAMPAIGN AND TEEN ARTS + TECH PROGRAM ADVANCEMENT	240,000
WEST MICHIGAN CENTER FOR ARTS AND TECHNOLOGY 98 E FULTON ST SUITE 202 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE TEEN ARTS + TECH PROGRAM	3,000
<b>Total . . . . .</b> <b>3a</b>				5,422,079

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WEST MICHIGAN CHAPTER OF ASSOCIATION OF FUNDRAISING PROFESSIONALS PO BOX 6302 GRAND RAPIDS, MI 495166302	NONE	509(A)(1)	NATIONAL PHILANTHROPY DAY SPONSORSHIP	1,000
WEST MICHIGAN ENVIRONMENTAL ACTION COUNCIL EDUCATIONAL FOUNDATION 1007 LAKE DRIVE SE GRAND RAPIDS, MI 49506	NONE	509(A)(1)	PLANNING FOR DEVELOPMENT, IMPROVEMENT, AND IMPLEMENTATION OF A LOWER GRAND RIVER WATER TRAIL	15,000
WESTMINSTER PRESBYTERIAN CHURCH 47 JEFFERSON AVE SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	CAPITAL CAMPAIGN FOR TWO COMMUNITY OUTREACH EFFORTS CAMP HENRY AND THE CHILD DEVELOPMENT CENTER IN DOWNTOWN GRAND RAPIDS	85,000
WOMEN AT RISK INTERNATIONAL 2790 44TH ST SW WYOMING, MI 49519	NONE	509(A)(1)	SUPPORT FOR THE PROGRAMMATIC OUTREACH SERVICES OF THIS ORGANIZATION	1,000
WOMEN'S AUDIO MISSION 542-544 NATOMA STREET C-1 SAN FRANCISCO, CA 94103	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
<b>Total</b> . . . . . 				5,422,079
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YALE UNIVERSITY 105 WALL STREET NEW HAVEN, CT 065212038	NONE	509(A)(1)	YALE ALUMNI FUND IN HONOR OF J GARDNER TALIAFERRO (CLASS OF `41)	12,500
YMCA OF GREATER GRAND RAPIDS 475 LAKE MICHIGAN DRIVE NW GRAND RAPIDS, MI 49504	NONE	509(A)(1)	SUPPORT FOR THE YMCA'S HOUR OF IMPACT PROGRAM	100
YMCA OF GREATER GRAND RAPIDS 475 LAKE MICHIGAN DRIVE NW GRAND RAPIDS, MI 49504	NONE	509(A)(1)	SUPPORT FOR THE UNIVERSAL BY DESIGN CAPITAL CAMPAIGN TO CONSTRUCT AN ACCESSIBLE HEALTH FACILITY IN CASCADE TOWNSHIP	350,000
YMCA OF GREATER GRAND RAPIDS 475 LAKE MICHIGAN DRIVE NW GRAND RAPIDS, MI 49504	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	625
YMCA OF THE GREATER TWIN CITIES 30 S 9TH ST MINNEAPOLIS, MN 55402	NONE	509(A)(1)	SUPPORT TO PROVIDE HEALTH AND RECREATIONAL PROGRAMS FOR PERSONS WITH SPECIAL NEEDS	5,000
<b>Total . . . . .</b> <b>3a</b>				5,422,079

**Form 990PF Part XVI-A Line 11 - Other revenue:**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		<b>(e)</b> Related or exempt function income (See the instructions )
<b>11</b> Other revenue	<b>(a)</b> Business code	<b>(b)</b> Amount	<b>(c)</b> Exclusion code	<b>(d)</b> Amount	
<b>a</b> COMMONFUND PRIVATE EQUITY IV K-1	900000	-4,171			
<b>b</b> COMMONFUND PRIVATE EQUITY VI K-1	900000	-2,769			
<b>c</b> COMMONFUND VENTURE PARTNERS V K-1	900000	-56			
<b>d</b> COMMONFUND VENTURE PARTNERS VII K-1	900000	-29			
<b>e</b> BLACKROCK-QUELLOS REAL ASSETS II	900000	16,157			
<b>f</b> SIGULER GUFF	900000	187			
<b>g</b> WILLOWRIDGE/AMBERBROOK V	900000	291			
<b>h</b> WILLOWRIDGE/AMBERBROOK VI	900000	1,293			
<b>i</b> MREP VII	900000	287			
<b>j</b> WILLOWRIDGE/AMBERBROOK VII	900000	-1,184			
<b>k</b> HARVEST MLP	900000	2			

**TY 2016 Accounting Fees Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
PLANTE & MORAN, PLLC	29,900	3,485	0	25,415

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

## **TY 2016 Depreciation Schedule**

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE AND FIXTURES		196,337	39,894	SL	0 %	0	0	0	
OFFICE EQUIPMENT		169,331	114,145	SL	0 %	27,593	0	27,593	
LEASEHOLD IMPROVEMENTS		350,192	175,096	SL	0 %	35,019	0	35,019	

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

# **TY 2016 Gain/Loss from Sale of Other Assets Schedule**

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
WILLOWRIDGE/AMBERBROOK VII		Purchased				1,374		0	-1,374	
WILLOWRIDGE/AMBERBROOK VI		Purchased			1,759			0	1,759	
WILLOWRIDGE/AMBERBROOK V		Purchased				5,231		0	-5,231	
QUELLOS/BLACKROCK		Purchased				318		0	-318	
COMMONFUND VENTURE PARTNERS VII		Purchased			1,737			0	1,737	
COMMONFUND VENTURE PARTNERS V		Purchased			1,969			0	1,969	
COMMONFUND PRIVATE EQUITY PARTNERS VI		Purchased				74		0	-74	
COMMONFUND PRIVATE EQUITY PARTNERS IV		Purchased			14,573			0	14,573	

**TY 2016 General Explanation Attachment****Name:** FREY FOUNDATION**EIN:** 23-7094777**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PART VIII, NUMBER 1 AND 2	the officers, directors, key employees, and highest paid employees all receive a nominal amount for expense account reimbursement and other allowances



**General Explanation Attachment**

Identifier	Return Reference	Explanation	
2	DONOR ADVISED FUNDS	FORM 990-PF, PART VII-A, LINE 12	THE FOUNDATION MADE DISTRIBUTIONS TO TWO DONOR ADVISED FUNDS (FUNDS) OVER WHICH THE FOUNDATION OR A DISQUALIFIED PERSON HAS ADVISORY PRIVILEGES THE FOUNDATION TREATED BOTH OF THESE AS QUALIFYING DISTRIBUTIONS BECAUSE THE MONEY WAS OR WILL BE REDISTRIBUTED BY THE FUNDS TO QUALIFIED SECTION 170(C)(2)(B) ORGANIZATIONS WHO WILL USE THE MONEY FOR THEIR CHARITABLE PURPOSES ALL DISTRIBUTIONS FROM THE FUNDS ARE PRE-APPROVED BY THE FUNDS' BOARD

**TY 2016 Investments Corporate Stock Schedule**

**Name:** FREY FOUNDATION  
**EIN:** 23-7094777

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCELERON PHARMA INC 2,260 SHARES	57,675	57,675
ALIGN TECHNOLOGY INC 825 SHARES	79,307	79,307
ALKERMES PLC 1,305 SHARES	72,532	72,532
ALLEGiant TRAVEL CO 913 SHARES	151,923	151,923
ARAMARK HLDGS CORP 3,740 SHARES	133,593	133,593
ARIAD PHARMACEUTICALS INC 6,590 SHARES	81,980	81,980
AXALTA COATING SYSTEMS LTD 5,990 SHARES	162,928	162,928
BUILDERS FIRSTSOURCE INC 10,690 SHARES	117,269	117,269
CNO FINL GROUP INC 5,200 SHARES	99,580	99,580
COSTAR GROUP INC 585 SHARES	110,267	110,267
CRANE CO 1,560 SHARES	112,507	112,507
CYBERARK SOFTWARE LTD/ISRAEL 1,740 SHARES	79,170	79,170
CYPRESS SEMICONDUCTOR CORP 7,220 SHARES	82,597	82,597
CYRUSONE INC 2,040 SHARES	91,249	91,249
DEXCOM INC 1,420 SHARES	84,774	84,774
FIRST REPUBLIC BANK/SF COM 1,510 SHARES	139,131	139,131
FLOWERVE CORP 1,010 SHARE	48,531	48,531
FORTINET INC 3,510 SHARES	105,721	105,721
GALLAGHER ARTHUR J & CO 1,990 SHARES	103,400	103,400
GRACE WR & CO 1,590 SHARES	107,548	107,548
HAIN CELESTIAL GROUP INC 1,540 SHARES	60,106	60,106
HD SUPPLY HLDGS INC. 3,550 SHARES	150,910	150,910
IHS MARKIT LTD 3,862 SHARES	136,753	136,753
INTERPUBLIC GROUP COS INC 4,200 SHARES	98,322	98,322
JACK IN THE BOX INC 1,010 SHARES	112,756	112,756
JAZZ PHARMACEUTICALS PLC 1,234 SHARES	134,543	134,543
JB HUNT TRANSPORTATION SERVICES 1,680 SHARES	163,078	163,078
KLA-TENCOR CORP 1,020 SHARES	80,254	80,254
KLX INC 860 SHARES	38,795	38,795
KNOLL INC 4,520 SHARES	126,244	126,244

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LENNOX INTERNATIONAL INC 775 SHARES	118,707	118,707
LIONS GATE ENTERTAINMENT CORP 2,550 SHARES	62,577	62,577
LIONS GATE ENTERTAINMENT CORP-A 2,550 SHARES	68,595	68,595
LIVE NATION INC 2,720 SHARES	72,352	72,352
LKQ CORP 4,050 SHARES	124,133	124,133
LULULEMON ATHLETICA INC 1,160 SHARES	75,388	75,388
LUMENTUM HLDGS INC 1,490 SHARES	57,588	57,588
MASTEC INC 920 SHARES	35,190	35,190
MERRIMACK PHARMACEUTICALS INC 10,750 SHARES	43,860	43,860
METTLER-TOLEDO INTL INC 508 SHARES	212,628	212,628
MICROSEMI CORP 1,520 SHARES	82,034	82,034
MIDDLEBY CORP 1,240 SHARES	159,724	159,724
MSCI INC CL A 1,370 SHARES	107,929	107,929
NEKTAR THERAPEUTICS 6,440 SHARES	79,019	79,019
NEUROCRINE BIOSCIENCES INC 2,365 SHARES	91,526	91,526
NEXSTAR BROADCASTING GROUP INC 2,120 SHARES	134,196	134,196
NORD ANGLIA EDUCATION INC 2,910 SHARES	67,803	67,803
OLD DOMINION FGHT LINES INC 1,490 SHARES	127,827	127,827
ON SEMICONDUCTOR CORP 10,690 SHARES	136,404	136,404
PACIRA PHARMACEUTICALS INC 2,965 SHARES	95,769	95,769
PINNACLE FOODS INC DEL 2,220 SHARES	118,659	118,659
QUEST DIAGNOSTICS INC 1,850 SHARES	170,015	170,015
RAYMOND JAMES FINL INC 1,980 SHARES	137,155	137,155
REALPAGE INC 2,590 SHARES	77,700	77,700
SABRE CORP 4,540 SHARES	113,273	113,273
SCRIPPS NETWORKS INTERACTIVE CL 1,700 SHARES	121,329	121,329
SEALED AIR CORP NEW 2,840 SHARES	128,766	128,766
SHOPIFY INC 1,330 SHARES	57,017	57,017
SMITH A O CORP 2,520 SHARES	119,322	119,322
SOTHEBYS HLDGS INC CL A 1,370 SHARES	54,608	54,608

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
SPLUNK INC 1,505 SHARES	76,981	76,981
STAG INDL INC COM 3,430 SHARES	81,874	81,874
STARWOOD PPTY TR INC 3,620 SHARES	79,459	79,459
STERIS PLC 2,430 SHARES	163,758	163,758
SUMMIT MATLS INC CL A 4,898 SHARES	116,523	116,523
SUN CMNTYS INC 450 SHARES	34,475	34,475
TESORO CORPORATION 1,490 SHARES	130,300	130,300
TOTAL SYSTEMS SERV 3,160 SHARES	154,935	154,935
TRANSDIGM GROUP INC 301 SHARES	74,937	74,937
TRANSUNION 4,050 SHARES	125,267	125,267
VAIL RESORTS INC 1,070 SHARES	172,602	172,602
WRIGHT MEDICAL GROUP NV 5,145 SHARES	118,232	118,232
ZAYO GROUP HLDGS INC 3,230 SHARES	106,138	106,138

**TY 2016 Investments - Other Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
AMERICAN FUNDS - EURO PACIFIC	FMV	4,442,699	4,442,699
ARTISAN INTERNATIONAL	FMV	4,000,811	4,000,811
BLACKROCK/QUELLOS REAL ASSETS II	FMV	1,310,133	1,310,133
BOSTON PARTNERS LONG/SHORT FUND	FMV	3,590,637	3,590,637
COMMONFUND - PRIVATE EQUITY PARTNERS IV	FMV	495,391	495,391
COMMONFUND - PRIVATE EQUITY PARTNERS VI	FMV	1,564,830	1,564,830
COMMONFUND - VENTURE CAPITAL PARTNERS V	FMV	615,904	615,904
COMMONFUND - VENTURE CAPITAL PARTNERS VII	FMV	1,188,920	1,188,920
DFA INTERNATIONAL EMERGING MARKETS VALUE	FMV	9,955,851	9,955,851
DFA INTERNATIONAL SMALL CAP VALUE	FMV	8,012,590	8,012,590
DFA INTERNATIONAL VALUE	FMV	6,226,365	6,226,365
DFA US SMALL CAP VALUE FUND	FMV	8,795,392	8,795,392
DODGE & COX INCOME FUND	FMV	4,793,899	4,793,899
DOUBLELINE TOTAL RETURN BOND	FMV	4,751,126	4,751,126
FRANKLIN TEMPLETON GLOBAL BOND FUND	FMV	3,621,011	3,621,011
HARVEST MLP INCOME FUND II	FMV	3,554,607	3,554,607
IRONWOOD CAPITAL	FMV	7,932,088	7,932,088
ISHARES RUSSELL 1000 GROWTH	FMV	5,485,326	5,485,326
JC FLOWERS - JCF III	FMV	2,306,664	2,306,664
METROPOLITAN/MREP VII	FMV	468,362	468,362
PIMCO - ALL ASSET FUND	FMV	7,356,458	7,356,458
PIMCO - REAL RETURN FUND	FMV	3,772,908	3,772,908
POWERSHARES DB COMMODITY INDEX TRACKING FUND	FMV	2,627,761	2,627,761
SCHWAB FUNDAMENTAL US LARGE INDEX	FMV	5,942,225	5,942,225
SIGULER GUFF/DISTRESSED OPP FUND III	FMV	967,187	967,187
VANGUARD INSTITUTIONAL INDEX FUND	FMV	11,501,993	11,501,993
VANGUARD MID-CAP INDEX FUND	FMV	3,973,303	3,973,303
VOYA GLOBAL REAL ESTATE FUND	FMV	3,550,164	3,550,164
WESTERN ASSET US CORE BOND	FMV	4,787,236	4,787,236
WILLOWRIDGE/AMBERBROOK V	FMV	773,296	773,296

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WILLOW RIDGE/AMBERBROOK VI	FMV	2,619,873	2,619,873
Willowridge/Amberbrook VII	FMV	757,208	757,208

**TY 2016 Land, Etc.  
Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

<b>Category / Item</b>	<b>Cost / Other Basis</b>	<b>Accumulated Depreciation</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
FURNITURE AND FIXTURES	196,337	39,894	156,443	
OFFICE EQUIPMENT	169,331	141,738	27,593	
LEASEHOLD IMPROVEMENTS	350,192	210,115	140,077	

**TY 2016 Legal Fees Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
AMERICAN EXPRESS	4	0	0	4
MILLER JOHNSON SNELL & CUMMISKEY, PLC	250	38	0	213
MILLER CANFIELD PADDOCK & STONE	1,040	0	0	1,040
WARNER NORCROSS & JUDD, llp	3,780	567	0	3,213
CLARK HILL, PLC	10,145	894	0	9,251



**TY 2016 Other Assets Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OTHER PREPAIDS	105,686	76,583	76,583
PREPAID INSURANCE	15,537	14,446	14,446
ACCRUED DIVIDEND INCOME	181,131	187,675	187,675

**TY 2016 Other Decreases Schedule**

**Name:** FREY FOUNDATION  
**EIN:** 23-7094777

Description	Amount
NET IMPACT OF K-1 ITEMS NOT REFLECTED IN FINANCIALS; INCLUDED IN C/Y 990-PF	1,545,131

**TY 2016 Other Expenses Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER SYSTEMS & SUPPORT	42,123	2,116	0	40,007
DUES	2,664	909	0	1,755
EQUIPMENT LEASE	4,164	625	0	3,539
FOUNDATION INITIATED AND ADMINISTERED PROGRAMS	93,855	0	0	93,855
INSURANCE	9,334	1,401	0	7,933
OFFICE EQUIPMENT AND FURNITURE	2,976	447	0	2,529
OFFICE SUPPLIES	4,127	619	0	3,508
OFFICE/EQUIPMENT MAINTENANCE	9,049	1,356	0	7,693
PARKING	12,684	725	0	11,959
POSTAGE	1,742	261	0	1,481

## Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	11,969	1,796	0	10,173
UTILITIES	4,363	655	0	3,708
OTHER MISCELLANEOUS EXPENSE	2,651	396	0	2,255
Amortization	35,019	5,253		0

## TY 2016 Other Income Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

### Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	20,556	20,556	
COMMUNFUND VENTURE PARTNERS V	911	911	
COMMONFUND PRIVATE EQUITY IV	1,787	1,787	
COMMONFUND PRIVATE EQUITY VI	-509	-509	
COMMONFUND VENTURE PARTNERS VII	-4,338	-4,338	
QUELLOS/BLACKROCK	675	675	
WILLOWRIDGE/AMBERBROOK V	13,874	13,874	
SIGULER GUFF	66,900	66,900	
WILLOWRIDGE/AMBERBROOK VI	14,183	14,183	
METROPOLITAN - MREP VII	2,191	2,191	
WILLOWRIDGE/AMBERBROOK VII	9,288	9,288	
HARVEST MLP	60,263	60,263	
COMMONFUND PRIVATE EQUITY IV K-1	-4,171		0
COMMONFUND PRIVATE EQUITY VI K-1	-2,769		0
COMMONFUND VENTURE PARTNERS V K-1	-56		0
COMMONFUND VENTURE PARTNERS VII K-1	-29		0
BLACKROCK-QUELLOS REAL ASSETS II	16,157		0
SIGULER GUFF	187		0
WILLOWRIDGE/AMBERBROOK V	291		0
WILLOWRIDGE/AMBERBROOK VI	1,293		0

**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MREP VII	287		0
WILLOWRIDGE/AMBERBROOK VII	-1,184		0
HARVEST MLP	2		0

**TY 2016 Other Increases Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

Description	Amount
NET IMPACT OF K-1 ITEMS REFLECTED IN FINANCIALS; INCLUDED IN P/Y 990-PF	1,270,780
UNREALIZED LOSSES ON INVESTMENTS	4,897,461





**TY 2016 Taxes Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
EXCISE TAXES	44,000	0	0	0
TAXES PAID ON FOREIGN INVESTMENT INCOME	1,584	1,563	0	0