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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 www.irs.gov/form990pf.

2016**Open to Public
Inspection****For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016**

<p>Name of foundation JOHN SCULLY FOUNDATION</p> <p>Number and street (or P O box number if mail is not delivered to street address) PO BOX 75000</p> <p>City or town, state or province, country, and ZIP or foreign postal code DETROIT, MI 482757874</p> <p>G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p> <p>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</p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,096,790</p>		<p>A Employer identification number 26-6003516</p> <p>B Telephone number (see instructions) (612) 215-3603</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>			
		<p>J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>			
<p>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))</p>		(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 type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	65,547	65,547		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-55,674			
	b Gross sales price for all assets on line 6a	1,231,333			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	1,542				
12 Total. Add lines 1 through 11	11,415	65,547			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	12,637	11,374		1,264
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	0
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)				0
	c Other professional fees (attach schedule)	33,375	33,375		0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,504	1,504		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	456	456		
	24 Total operating and administrative expenses.	47,972	46,709	0	1,264
25 Contributions, gifts, grants paid	111,646			111,646	
26 Total expenses and disbursements. Add lines 24 and 25	159,618	46,709	0	112,910	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-148,203				
b Net investment income (if negative, enter -0-)		18,838			
c Adjusted net income (if negative, enter -0-)			0		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets					
1	Cash—non-interest-bearing				
2	Savings and temporary cash investments		43,260	60,686	60,686
3	Accounts receivable ►			0	0
	Less allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7	Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ► 0				
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)		1,389,807	1,143,756	1,227,904
c	Investments—corporate bonds (attach schedule)		712,545	792,946	808,200
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)				0
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		2,145,612	1,997,388	2,096,790
Liabilities					
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ►)				
23	Total liabilities (add lines 17 through 22)		0		
Net Assets or Fund Balances					
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg , and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		2,145,612	1,997,388	
31	Total liabilities and net assets/fund balances (see instructions)		2,145,612	1,997,388	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,145,612
2	Enter amount from Part I, line 27a	2	-148,203
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	1,997,409
5	Decreases not included in line 2 (itemize) ►	5	21
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,997,388

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a See Additional Data Table					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a See Additional Data Table					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-55,674	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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

 Yes No

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

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	119,196	2,199,421	0 054194
2014	117,231	2,350,215	0 049881
2013	177,641	2,629,406	0 067559
2012	181,278	3,353,318	0 054059
2011	161,466	3,541,827	0 045588
2 Total of line 1, column (d)			2 0 271281
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 054256
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 2,056,920
5 Multiply line 4 by line 3			5 111,600
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 188
7 Add lines 5 and 6			7 111,788
8 Enter qualifying distributions from Part XIII, line 4			8 112,910

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1	188
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	188
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	188
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	188
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	152
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	152
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	36
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ► 0	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	Yes	No
	<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1)	On the foundation ► \$ _____	(2)	On foundation managers ► \$ _____	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	Yes	No
	<i>If "Yes," attach a detailed description of the activities</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	Yes	No
	<i>If "Yes," attach the statement required by General Instruction T</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"> • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	► SD			
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>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes	No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions). 12 No

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes

Website address ►N/A

14 The books are in care of ►COMERICA BANK Telephone no ►(313) 222-3568

Located at ►411 WEST LAFAYETTE M/C 3420 DETROIT MI

ZIP+4 ►48226

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here and enter the amount of tax-exempt interest received or accrued during the year. ► 15 □

16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No

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 ►

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

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

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? □ Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? □ Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? □ Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? □ Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? □ Yes No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). □ Yes No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b No

Organizations relying on a current notice regarding disaster assistance check here. ►

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? 1c No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? □ Yes No

If "Yes," list the years ► 20____, 20____, 20____, 20____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) 2b No

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? □ Yes No

b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b No

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	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	(e) Expense account, other allowances
COMERICA BANK PO BOX 75000 M/C 5100 DETROIT, MI 482755100	TRUSTEE 1	12,637		
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, other allowances (e)
NONE				
Total number of other employees paid over \$50,000.				► 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►	0	

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	
2	
3	
4	

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

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

Amount

1 N/A	
2	

All other program-related investments. See instructions

3	

Total. Add lines 1 through 3	►
-------------------------------------	---

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,068,662
b	Average of monthly cash balances.	1b	19,582
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,088,244
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,088,244
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	31,324
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,056,920
6	Minimum investment return. Enter 5% of line 5.	6	102,846

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

1	Minimum investment return from Part X, line 6.	1	102,846
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	188
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	188
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	102,658
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	102,658
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	102,658

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	112,910
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	112,910
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	188
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	112,722
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				102,658
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			104,824	
b Total for prior years 2014, 2013, 2012		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	0			
b From 2012.	0			
c From 2013.	0			
d From 2014.	0			
e From 2015.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 112,910			104,824	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				8,086
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				94,572
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.	0			
b Excess from 2013.	0			
c Excess from 2014.	0			
d Excess from 2015.	0			
e Excess from 2016.	0			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ►			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
NONE

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

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

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

BRENDA PEARSON
60 S 6TH ST STE 2550
MINNEAPOLIS, MN 55402
(612) 215-3603

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

c Any submission deadlines

NONE

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

NONE

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

Recipient	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				
THE NEWMAN CENTER CATHEDRAL OF OUR LADY OF PERPETUAL HELP 520 CATHEDRAL DRIVE RAPID CITY, SD 57701	NONE	EXEMPT	SUPPORT	5,823
SOUTH DAKOTA SCHOOL OF MINES & TECHNOLOGY 501 E ST JOSEPH RAPID CITY, SD 57701	NONE	EXEMPT	SCHOLARSHIP	100,000
JOHNSON COUNTY LIBRARY FOUNDATION 9875 W 87TH STREET OVERLAND, KS 662124565	NONE	EXEMPT	SUPPORT	5,823
Total				111,646
b Approved for future payment				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	65,547	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-55,674	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a OTHER REVENUE			14	1,542	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).				11,415	
13 Total. Add line 12, columns (b), (d), and (e).					11,415

(See worksheet in line 13 instructions to verify)

Part XVI-B Relationship of Activities to the A

Explore below how each activity for which you are responsible can be used to support the achievement of the outcomes.

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

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

(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.)
160 AT&T INC		2014-02-13	2016-01-19
305 189 AMCAP FD INC SHS CL F-2		2015-06-03	2016-01-19
67 AUTOMATIC DATA PROCESSING INC		2013-09-12	2016-01-19
138 COCA COLA CO		2013-09-12	2016-01-19
730 102 DODGE & COX INCOME FD		2015-06-03	2016-01-19
10825 288 DODGE & COX INCOME FD		2014-11-06	2016-01-19
107 DOW CHEMICAL CO		2013-09-12	2016-01-19
188 608 EUROPACIFIC GROWTH FD AMERICAN		2015-06-03	2016-01-19
65 EXXON MOBIL CORP COMMON STOCK		2013-09-12	2016-01-19
831 863 FIDELITY ADVISOR CANADA FD INSTL CL		2015-12-15	2016-01-19

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
5,516		5,476	40
7,254		9,128	-1,874
5,299		4,356	943
5,784		5,297	487
9,667		10,017	-350
143,327		150,147	-6,820
4,490		4,167	323
7,810		9,723	-1,913
4,949		5,728	-779
30,388		34,331	-3,943

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			40
			-1,874
			943
			487
			-350
			-6,820
			323
			-1,913
			-779
			-3,943

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

(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.)
42 254 FIRST EAGLE GLOBAL I		2013-09-12	2016-01-19
188 95 FIRST EAGLE GLOBAL I		2015-03-05	2016-01-19
202 GENERAL ELECTRIC CO		2013-09-12	2016-01-19
158 ISHARES MSCI MSCI EMERGING MARKETS ASIA		2014-11-06	2016-01-19
52 ISHARES RUSSELL 2000		2015-06-03	2016-01-19
4352 ISHARES CORE MSCI EAFE ETF		2015-12-15	2016-01-19
56 JOHNSON & JOHNSON		2013-09-12	2016-01-19
3803 258 JPMORGAN STRATEGIC INCOME OPPTYS FD SELE		2014-08-06	2016-01-19
429 957 JPMORGAN STRATEGIC INCOME OPPTYS FD SELE		2015-06-03	2016-01-19
595 039 JP MORGAN I CORE BOND FD SELECT CL		2014-08-06	2016-01-19

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 (h) plus expense of sale	(h) (e) plus (f) minus (g)
2,041		2,259	-218
9,128		10,260	-1,132
5,751		4,827	924
7,215		9,114	-1,899
5,143		6,527	-1,384
216,041		235,269	-19,228
5,460		5,002	458
41,608		45,069	-3,461
4,704		5,052	-348
6,938		6,968	-30

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-218
			-1,132
			924
			-1,899
			-1,384
			-19,228
			458
			-3,461
			-348
			-30

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

(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.)
137 KINDER MORGAN INC		2014-03-14	2016-01-19
58 MCDONALDS CORP		2014-02-13	2016-01-19
56 NEXTERA ENERGY INC		2013-09-12	2016-01-19
66 NUVEEN MTG OPPORTUNITY TERM FD		2015-06-04	2016-01-19
69 PHILIP MORRIS INTL INC		2014-02-13	2016-01-19
1495 POWERSHARES DYNAMIC MEDIA PORTFOLIO		2015-07-09	2016-01-19
70 PROCTER & GAMBLE CO		2014-02-13	2016-01-19
698 653 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2014-10-02	2016-01-19
83 QUALCOMM INC		2014-04-24	2016-01-19
2317 415 RIVERPARK /WEDGEWOOD FUND -INS		2014-10-02	2016-01-19

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 (h) plus expense of sale	(h) (e) plus (f) minus (g)
1,726		4,660	-2,934
6,795		5,577	1,218
6,045		4,435	1,610
1,481		1,521	-40
6,036		5,784	252
34,153		39,902	-5,749
5,354		5,493	-139
21,330		23,550	-2,220
3,819		6,453	-2,634
35,016		38,061	-3,045

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-2,934
			1,218
			1,610
			-40
			252
			-5,749
			-139
			-2,220
			-2,634
			-3,045

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

(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.)
103 GUGGENHEIM S & P EQUAL WEIGHT TECHNOLOGY		2014-11-06	2016-01-19
13185 875 TEMPLETON GLOBAL BOND FD CL AD		2015-12-15	2016-01-19
6160 074 THORNBURG INVESTMENT INCOME BUILDER CL I		2013-09-12	2016-01-19
35 3M CO		2013-09-12	2016-01-19
125 TORONTO DOMINION BK ONT		2013-09-12	2016-01-19
56 UNITED PARCEL SERVICE CL B		2014-04-24	2016-01-19
47 UNITEDHEALTH GROUP INC		2014-02-13	2016-01-19
80 V F CORP		2013-09-12	2016-01-19
98 WELLS FARGO & CO NEW		2014-04-24	2016-01-19
71 MEDTRONIC PLC		2015-07-09	2016-01-19

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
8,531		8,460	71
146,231		152,165	-5,934
109,896		123,263	-13,367
4,841		4,146	695
4,302		5,465	-1,163
5,057		5,518	-461
5,278		3,456	1,822
4,323		3,887	436
4,733		4,828	-95
5,289		5,214	75

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			71
			-5,934
			-13,367
			695
			-1,163
			-461
			1,822
			436
			-95
			75

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

(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.)
606 ALPS ETF TR ALERIAN MLP		2015-12-15	2016-07-01
69 025 AMCAP FD INC SHS CL F-2		2015-06-03	2016-07-01
361 DBX ETF TR TRACKERS EUROPE HEDGED		2015-03-05	2016-07-01
23 544 EUROPACIFIC GROWTH FD AMERICAN		2015-06-03	2016-07-01
72 765 FIDELITY ADVISOR TOTAL BD FD INSTL CL I		2016-01-19	2016-07-01
194 161 FIRST EAGLE GLOBAL I		2013-09-12	2016-07-01
80 718 INTERNATIONAL GROWTH & INCOME FD CL F-2		2016-01-19	2016-07-01
179 ISHARES MSCI CANADA INDEX FD		2016-01-19	2016-07-01
42 ISHARES TR-S&P 500 INDEX		2014-11-06	2016-07-01
38 ISHARES MSCI EAFE INDEX FD		2016-01-19	2016-07-01

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 (h) plus expense of sale	(h) (e) plus (f) minus (g)
7,728		6,133	1,595
1,813		2,065	-252
8,878		10,469	-1,591
1,040		1,214	-174
784		744	40
10,762		10,382	380
2,255		2,104	151
4,438		3,367	1,071
8,871		8,564	307
2,125		2,041	84

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,595
			-252
			-1,591
			-174
			40
			380
			151
			1,071
			307
			84

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

(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.)
8 ISHARES S&P MIDCAP 400		2015-03-05	2016-07-01
21 ISHARES RUSSELL 2000		2015-06-03	2016-07-01
7 ISHARES DJ US FINL SVCS INDEX FD		2016-01-19	2016-07-01
101 ISHARES DJ US FINL SVCS INDEX FD		2014-10-02	2016-07-01
21 ISHARES IBOXX H/Y CORP BOND		2016-01-19	2016-07-01
165 491 OPPENHEIMER DEVELOPING MARKETS FUND-Y		2014-11-06	2016-07-01
9 292 T ROWE PRICE GROWTH STOCK FD		2016-01-19	2016-07-01
15 SPDR BLOOMBERG BARCLAYS S&P TELECOM ETF		2015-06-03	2016-07-01
30 SPDR BASIC INDUSTRIES		2015-06-03	2016-07-01
24 SELECT SECTOR SPDR - HEALTH CARE		2015-06-03	2016-07-01

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

(e) Gross sales price	Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,196		1,202	-6
2,421		2,636	-215
561		550	11
8,098		8,545	-447
1,772		1,631	141
5,167		6,338	-1,171
471		445	26
871		907	-36
1,392		1,524	-132
1,732		1,794	-62

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			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-6
			-215
			11
			-447
			141
			-1,171
			26
			-36
			-132
			-62

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

(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.)
53 SELECT SECTOR SPDR - CONSUMER SERVICES		2015-06-03	2016-07-01
43 INDUSTRIAL SELECT SECT SPDR CONSUMER DISCRETIONARY		2016-01-19	2016-07-01
61 SELECT SECTOR SPDR - ENERGY		2015-06-03	2016-07-01
50 AMEX FINANCIAL SELECT INDEX		2015-06-03	2016-07-01
59 SELECT SECTOR SPDR - INDUSTRIAL		2015-06-03	2016-07-01
120 SELECT SECTOR SPDR - TECHNOLOGY		2015-06-03	2016-07-01
27 SELECT SECTOR SPDR - UTILITIES		2015-06-03	2016-07-01
120 VANGUARD DIVIDEND APPRECIATION ETF		2016-01-19	2016-07-01
46 VANGUARD FTSE DEVELOPED ETF		2014-11-06	2016-07-01
235 VANGUARD FTSE DEVELOPED ETF		2015-07-09	2016-07-01

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

(e) Gross sales price	Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,916		2,578	338
3,386		3,087	299
4,189		4,769	-580
1,138		1,242	-104
3,319		3,327	-8
5,222		5,215	7
1,417		1,166	251
10,001		8,784	1,217
1,632		1,789	-157
8,338		9,151	-813

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			338
			299
			-580
			-104
			-8
			7
			251
			1,217
			-157
			-813

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

(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.)
746 REAL ESTATE SELECT SECTOR SPDR		2016-09-22	2016-09-28
60 056 AMCAP FD INC SHS CL F-2		2015-06-03	2016-12-07
57 DBX ETF TR EAFE CURRENCY-HEDGED EQUITY F		2015-03-05	2016-12-07
38 DBX ETF TR TRACKERS EUROPE HEDGED		2015-03-05	2016-12-07
14 749 EUROPACIFIC GROWTH FD AMERICAN		2015-06-03	2016-12-07
39 916 FIRST EAGLE GLOBAL I		2013-09-12	2016-12-07
8 122 INTERNATIONAL GROWTH & INCOME FD CL F-2		2016-01-19	2016-12-07
39 ISHARES MSCI CANADA INDEX FD		2016-01-19	2016-12-07
31 ISHARES TR-S&P 500 INDEX		2014-11-06	2016-12-07
104 ISHARES MSCI EAFE INDEX FD		2016-01-19	2016-12-07

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
25		24	1
1,688		1,796	-108
1,571		1,696	-125
1,001		1,102	-101
684		760	-76
2,296		2,134	162
233		212	21
1,040		734	306
6,977		6,321	656
6,079		5,587	492

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1
			-108
			-125
			-101
			-76
			162
			21
			306
			656
			492

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

(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.)
5 ISHARES S&P MIDCAP 400		2015-03-05	2016-12-07
27 ISHARES RUSSELL 2000		2015-06-03	2016-12-07
9 ISHARES TR-S&P SMALL CAP 600		2016-07-01	2016-12-07
7 ISHARES IBOXX H/Y CORP BOND		2016-01-19	2016-12-07
24 965 JPMORGAN STRATEGIC INCOME OPPTYS FD SELE		2014-08-06	2016-12-07
65 NUVEEN MTG OPPORTUNITY TERM FD		2014-03-14	2016-12-07
17 632 OPPENHEIMER DEVELOPING MARKETS FUND-Y		2014-11-06	2016-12-07
39 737 T ROWE PRICE GROWTH STOCK FD		2016-01-19	2016-12-07
69 632 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2013-09-12	2016-12-07
19 SPDR BLOOMBERG BARCLAYS S&P TELECOM ETF		2015-06-03	2016-12-07

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 (h) plus expense of sale	(h) (e) plus (f) minus (g)
836		751	85
3,658		3,187	471
1,241		1,047	194
606		544	62
290		296	-6
1,561		1,571	-10
568		675	-107
2,179		1,905	274
2,322		2,280	42
1,314		1,149	165

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) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			85
			471
			194
			62
			-6
			-10
			-107
			274
			42
			165

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

(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.)
13 SPDR BASIC INDUSTRIES		2015-06-03	2016-12-07
32 INDUSTRIAL SELECT SECT SPDR CONSUMER DISCRETIONARY		2016-01-19	2016-12-07
24 SELECT SECTOR SPDR - ENERGY		2015-06-03	2016-12-07
24 AMEX FINANCIAL SELECT INDEX		2015-06-03	2016-12-07
55 SELECT SECTOR SPDR - INDUSTRIAL		2015-06-03	2016-12-07
143 SELECT SECTOR SPDR - TECHNOLOGY		2015-06-03	2016-12-07
298 REAL ESTATE SELECT SECTOR SPDR		2016-09-22	2016-12-07
319 482 TEMPLETON GLOBAL TOTAL RETURN FUND		2016-07-01	2016-12-07
18 VANGUARD DIVIDEND APPRECIATION ETF		2016-01-19	2016-12-07
26 VANGUARD FTSE DEVELOPED ETF		2014-11-06	2016-12-07

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
664		660	4
2,679		2,297	382
1,825		1,876	-51
561		596	-35
3,510		3,101	409
6,850		6,215	635
9,137		9,516	-379
3,770		3,547	223
1,547		1,318	229
961		1,011	-50

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			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			4
			382
			-51
			-35
			409
			-379
			223
			229
			-50

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.)
9 VANGUARD EMERGING MARKETS ETF CLOSED-END FUND		2016-07-01	2016-12-07
12 711 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2016-07-01	2016-12-15
971 69 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2013-09-12	2016-12-15
385 DBX ETF TR EAFE CURRENCY-HEDGED EQUITY F		2016-07-01	2016-12-16
267 DBX ETF TR EAFE CURRENCY-HEDGED EQUITY F		2015-03-05	2016-12-16
67 DBX ETF TR TRACKERS EUROPE HEDGED		2016-01-19	2016-12-16
611 DBX ETF TR TRACKERS EUROPE HEDGED		2015-03-05	2016-12-16
167 ISHARES RUSSELL 2000		2014-11-06	2016-12-16
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
330		320	10
422		407	15
32,280		31,823	457
10,807		9,614	1,193
7,495		7,943	-448
1,689		1,600	89
15,403		17,719	-2,316
22,780		19,355	3,425
			9,772

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			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			10
			15
			457
			1,193
			-448
			89
			-2,316
			3,425

TY 2016 Investments Corporate Bonds Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	792,946	808,200

TY 2016 Investments Corporate Stock Schedule**Name:** JOHN SCULLY FOUNDATION**EIN:** 26-6003516

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	1,143,756	1,227,904

TY 2016 Other Decreases Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Description	Amount
DIFF IN CASH AND REPORTABLE INCOME	15
DIFFERENCE DUE TO ROUNDING	6