Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: John Marshall Family Foundation

A Employer identification number: 26-6107463

Number and street (or P O box number if mail is not delivered to street address): 429 Willow Wood Dr — Room/suite:

B Telephone number (see instructions): 847-358-4480

City or town, state or province, country, and ZIP or foreign postal code: Palatine, IL 60074

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 2,464,990

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	200,728			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	43,423	43,423		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	113,706			
	b	Gross sales price for all assets on line 6a 170,300				
	7	Capital gain net income (from Part IV, line 2)		113,706		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	357,857	157,129		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	105	105		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	36	21		15
	24	**Total operating and administrative expenses.** Add lines 13 through 23	141	126		15
	25	Contributions, gifts, grants paid	104,025			104,025
	26	**Total expenses and disbursements.** Add lines 24 and 25	104,166	126		104,040
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	253,691			
	b	**Net investment income** (if negative, enter -0-)		157,003		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	17,233	102,378	102,378
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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)	83,872	83,872	117,727
	b	Investments—corporate stock (attach schedule)	1,366,192	1,511,708	2,244,885
	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)			
	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)	1,467,297	1,697,958	2,464,990
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)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		1,697,958	
	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)			
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,467,297	1,697,958	

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	1,467,297
2	Enter amount from Part I, line 27a	2	253,691
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,720,988
5	Decreases not included in line 2 (itemize) ▶	5	23,030
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,697,958

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 schedule attached			
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	170,300		56,594	113,706
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				

2	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	113,706
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	90,265	2,062,306	.0437690
2014	92,515	1,964,233	.0470998
2013	85,628	1,487,529	.0575646
2012	49,515	1,125,945	.0439764
2011	42,476	848,158	.0500803

2	**Total** of line 1, column (d)	2	2424901
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	.04849802
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,227,451
5	Multiply line 4 by line 3	5	108,027
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1570
7	Add lines 5 and 6	7	109,597
8	Enter qualifying distributions from Part XII, line 4	8	104,040

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: __________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,140
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	
3	Add lines 1 and 2	3	3,140
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	3,140
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 5,084		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c:		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	5,084
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,944
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 1,944 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✔
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		✔
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✔	

Website address ▶ none

14 The books are in care of ▶ John Marshall Telephone no. ▶ 847-358-4480

Located at ▶ 429 Willow Wood Dr., Palatine, IL ZIP+4 ▶ 60074-6831

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

			Yes	No
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		✔
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		✔
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		
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		✔
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		✔

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ✔

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John Marshall 429 Willow Wood Dr., Palatine, IL 60074	1/2	0	0	0
Marcia Marshall 429 Willow Wood Dr., Palatine, IL 60074	2	0	0	0

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3	
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	2,261,372
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,261,372
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,261,372
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	33,921
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,227,451
6	**Minimum investment return.** Enter 5% of line 5	6	111,373

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

1	Minimum investment return from Part X, line 6	1	111,373
2a	Tax on investment income for 2016 from Part VI, line 5 . . . 2a 3,140		
b	Income tax for 2016. (This does not include the tax from Part VI.) . . . 2b		
c	Add lines 2a and 2b	2c	3,140
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	108,233
4	Recoveries of amounts treated as qualifying distributions	4	250
5	Add lines 3 and 4	5	108,483
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	108,483

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	104,040
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	104,040
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	104,040

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				108,483
2	Undistributed income, if any, as of the end of 2016:				
a	Enter amount for 2015 only			6,250	
b	Total for prior years 20___ 20___ ,20___				
3	Excess distributions carryover, if any, to 2016:				
a	From 2011				
b	From 2012				
c	From 2013				
d	From 2014				
e	From 2015				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2016 from Part XII, line 4 ► $ 104,040				
a	Applied to 2015, but not more than line 2a			6,250	
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2016 distributable amount				97,790
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).)*				
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				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see instructions				
e	Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions				
f	Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				10,693
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9:				
a	Excess from 2012				
b	Excess from 2013				
c	Excess from 2014				
d	Excess from 2015				
e	Excess from 2016				

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 . . . . . . ▶ N/A

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

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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 foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

John Marshall

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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED				
Total . . . . ▶ 3a				104,025
b *Approved for future payment*				
Total . . . . ▶ 3b				104,025

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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			01	43,423	
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			01	113,706	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				157,129	

13 Total. Add line 12, columns (b), (d), and (e) **13** 157,129

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	N/A

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

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

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

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

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.

John Marshall | 4-2-17 | Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no

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

Schedule of Contributors

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

OMB No. 1545-0047

2016

Name of the organization	**Employer identification number**
John Marshall Family Foundation	26-6107463

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization	Employer identification number
John Marshall Family Foundation	26-6107463

Part I **Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	John Marshall 429 Willow Wood Dr. Palatine, IL 60074-3831	$ 200,728	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
John Marshall Family Foundation	26-6107463

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	750 shares common stock SYNGENTA AG ADR	$ 66,713	9/8/16

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

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

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

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

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

Name of organization	Employer identification number
John Marshall Family Foundation	26-6107463

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Realized Gains/Losses (Previous Year)

From December 31, 2015 to December 31, 2016

Open Date	Close Date	Quantity	Symbol	Description	Unit Cost	Cost Basis	Net Proceeds	Short Term Gain/Loss	Long Term Gain/Loss	Total Gain/Loss
6/11/12	1/29/16	1,000	GMCR	KEURIG GREEN MOUNTAIN INC COM	$21 58	$21,584 95	$88,588 36		$67,003 41	$67,003 41
1/4/16	5/20/16	400	07177M103	BAXALTA INC COM EXCHANGED FOR 1482 SHARES OF CUS	$40.90	$16,359 08	$17,580 61	$1,221.53		$1,221.53
7/25/12	7/7/16	600	DWRE	DEMANDWARE INC	$22 03	$13,219 50	$44,687 07		$31,467 57	$31,467 57
1/24/02	9/7/16	340	SE	SPECTRA ENERGY CORP	$6.33	$2,152 15	$14,018 52		$11,866 37	$11,866 37
12/18/13	11/4/16	0	AA	ALCOA INC	$25 73	$8 58	$8 41		($0 17)	($0 17)
5/21/12	11/22/16	25	SPY	SPDR S&P 500 ETF TRUST	$130.79	$3,269 87	$5,417 12		$2,147 25	$2,147.25
				Total Realized Gain/Loss		$56,594.13	$170,300.09	$1,221.53	$112,484.43	$113,705.96

Amounts reported within may not agree with amounts reported on I.R.S. Form 1099. Form 1099 is the official record of interest, dividends, distributions, transaction proceeds, and other reportable tax amounts. Please consult with your tax advisor.

John Marshall Family Foundation
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2016

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

ck#	Recipient	2016 Amount
479	St. Theresa Church	4000
5	445 N. Benton	9000
179	Palatine, IL 60067	9000
19	St. James Church	5000
18	820 N Arlington Heights Rd	525
	Arlington Heights, IL 60004	
14	Children's Cancer Research Fund	250
	7301 Ohms Lane, Suite 460	
	Minneapolis, MN 55439	
23	Salvation Army	1000
	5040 N. Pulaski Rd.	
	Chicago, IL 60630	
38	Journeys - The Road Home	1000
484	1000 E Northwest Hwy	1000
	Palatine, IL 60074	
482	St. Ignatius Bridge of Hope for Children	2000
	(Nelson/Curnyn Free Eye Clinic)	
	1206 Reed St.	
	Philadelphia, PA 19147	
475	Oxfam America	1000
	226 Causeway St, 5th Floor	
	Boston, MA 02114-2206	
64	Annual Catholic Appeal	1500
	835 N. Rush Street	
	Chicago, IL 60611-2030	
24	Shelter, Inc.	1000
	1616 N. Arlington Heights Rd.	
	Arlington Heights, IL 60004	
22	Alzheimer's Association	1000
9	Greater IL Chapter	250
	8430 W Bryn Mawr Ave., Suite 800	
	Chicago, IL 60631	
35	Feed My Starving Children	1000
	401 93rd Ave. NW	
	Coon Rapids, MN 55433	
66	Good Shepherd Manor	1000
	4129 N State Rt, 1-17	
	P O Box 260	
	Momence, IL 60954	
50	VOR	1000
	836 S. Arlington Heights Rd.	
	Elk Grove Village, IL 60007	
80	Advocate Medical Group/Adult Downs Syndrome (	1000
	3075 Highland Parkway, Suite 600	
	Downers Grove, IL 60515	
477	Wounded Warrior Project	250
	4899 Belfort Rd, Suite 300	
	Jacksonville, FL 32256	
78	Mission of Our Lady of Angels	1000
	3808 W. Iowa St	
	Chicago, IL 60651	

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

ck#	Recipient	2016 Amount
48	Misericordia	1000
71	6300 N Ridge Ave.	1000
478	Chicago, IL 60660-1017	10000
47	Disabled American Veterans	1000
	P.O. Box 14301	
	Cincinnati, OH 45250-0301	
483	National Park Conservation Association	1000
7	777 6th St , NW, Suite 700	1000
	Washington D C 20001	
45	Doctors Without Borders	1000
	333 Seventh Ave., 2nd Floor	
	New York, NY 10001	
49	Boys Town	1000
	P O Box 6000	
	Boys Town, NE 68010	
17	Greater Chicago Food Depository	1000
	4100 West Ann Lurie Place	
	Chicago, IL 60632	
481	Catholic Charities	1000
	721 N. Lasalle Blvd	
	Chicago, IL 60654	
69	Habitat for Humanity	1000
	121 Habitat St	
	Americus, GA 31709	
486	Lurie Children's Hospital of Chicago	1000
	225 E Chicago Ave., Box 4	
	Chicago, IL 60611	
77	Multiple Schlerosis Foundation	500
	6520 North Andrews Ave.	
	Fort Lauderdale, FL 33309-2132	
3	St. Jude Children's Research Hospital	1000
	501 St Jude Place	
	Memphis, TN 38105	
11	The Night Ministry	1000
	4711 N. Ravenswood Ave.	
	Chicago, IL 60640	
34	Make a Wish IL	250
	4742 N 24th St , Suite 400	
	Phoenix, AZ 85016	
25	Sisters of Notre Dame de Namur	1000
	701 E Columbia Ave	
	Cincinnati, OH 45215	
20	Charity Navigator	750
26	139 Harristown Rd., Suite 101	500
	Glen Rock, NJ 07452	
73	St Vincent dePaul Society	1000
	St Theresa Conference	
	455 N Benton St	
	Palatine, IL 60067	
39	St Raymond de Penafort	1000
	301 S. I-Oka	
	Mt Prospect, IL 60056	

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

ck#	Recipient	2016 Amount
487	National Multiple Schlerosis 900 S Broadway, Suite 250 Denver, CO 80209	1000
10	Regina Dominican 701 Locust Rd. Wilmette, IL 60091	500
37	Erika's Lighthouse 897 1/2A Green Bay Rd. Winnetka, IL 60093	1000
68 22 40	Oasis for Orphans P. O. Box 1144 Wheaton, IL 60187	1000 750 2000
421	Northern Illinois Food Bank 273 Dearborn Ct. Geneva, IL 60187	1000
480	Northwest Community Hospital 800 W Central Rd Arlington Heights, IL 60004	1000
40	United Way 701 N. Fairfax St Alexandria, VA 22314	1000
21	SOS Children's Village 216 W Jackson Blvd , Suite 925 Chicago, IL 60606	1000
65	Latin School of Chicago 59 W North Boulevard Chicago, IL 60610	2000
67	Autism Speaks P.O Box 26402 LeHigh Valley, PA 18002-6401	1000
70	Bradley Hospital 1011 Veterans Memorial Parkway East Providence, RI 02915	500
74	Yellowstone Park Foundation 222 East Main St , Suite 301 Bozeman, MT 59715	1000
76	Ambocs Music City Trykes P O Box 2644 Brentwood, TN 37024	750
485	Neurofibromitosis Midwest 473 Dunham Rd , Suite 3 St Charles, IL 60174	1000
	AARP 601 E Street, NW Washington D.C., 20049	250
1	Camp Kesem P O Box 452 Culver City, CA 90232	250
6	Evans Scholar Foundation One Briar Rd. Golf, IL 60029	1000
15	Sarcoma Foundation of America 9899 Main St., Suite 204 Damascus, MD 20872	500

John Marshall Family Foundation
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Part XV
3 Grants and Contributions Paid During the Year or Approved for Future Payment

ck#	Recipient	2016 Amount
16	Lupus Foundation of America 2121 K St NW, Suite 200 Washington, D C 20037	500
28	St Balderak 1333 S. Mayflower Ave., Suite 400 Monrovia, CA 91016	1000
27	Solidarity Bridge 1703 Darrow Ave, #1 Evanston, IL 60201	1000
29	Opportunity International 550 W Van Buren St, Suite 200 Chicago, IL 60607	1000
31	Better Basics 1231 Second Avenue South Birmingham, AL 35233	1000
32	Feeding America 35 E Wacker Dr, Suite 2000 Chicago, IL 60601	1000
33	One Acre Fund 80 Broad Stree, Suite 2500 New York, NY 10004	1000
41	Monsignor Clarke School 5074 Towerhill Rd. Wakefield, RI 02879	5000
43	Maristella 745 N Milwaukee Ave Libertyville, IL 60048	1000
42	A Safe Place 2710 17th St, Suite 100 Zion, IL 60099	1000
46	Lutheran Social Services 1001 E Touhy Ave., Suite 50 Des Plaines, IL 60018	1000
1176	Mundelein Seminary 1000 E Maple Ave. Mundelein, IL 60060-1174	500
	Prior uncashed check voided	-250
		104025

Note
All of the above grants were unrestricted grants to Public charities

John Marshall Family Foundation
26-6107463
2016

	Per Books	Investment Income	Charitable Purpose
Part I, Line 18			
Foreign Tax	105	105	-
Part I, Line 23			
Illinois File Fee	15	-	15
Security Expense	21	21	-
	36	21	15

	Begin Book Value	End Book Value	End Market Value
Part II, Line 1			
Cash per Broker	17,983	113,378	
(less o/s checks)	(750)	(11,000)	
	17,233	102,378	102,378
Part II, Line 10a			
US Bonds	83,872	83,872	117,727
Part II, Line 10b			
Stock	1,366,192	1,511,708	2,244,885

Part III, Line 5

Reduce Market Value of gifted stock to Donor's cost basis	22,385
William Blair - Basis Adjustment	645
	23,030

William Blair

Holdings

NFS-provided cost basis, realized gain (loss) and holding period information may not reflect all adjustments necessary for tax purposes Please refer to Footnotes and Cost Basis Information at the end of this statement for more information

For additional information regarding your holdings, please refer to the footnotes at the end of the statement

CASH AND CASH EQUIVALENTS - 4 58% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income
Money Markets					
FIDELITY GOVERNMENT CASH RESERVES 7 DAY YIELD .23% Dividend Option Cash Capital Gain Option Cash	FDRXX CASH	113,377 61	$1 00	$113,377.61	
Total Cash and Cash Equivalents				**$113,377.61**	

HOLDINGS > EQUITIES - 81 42% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
Equity							
ALCOA CORP COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $25 74	AA CASH	333	$28 08	$9,350 64		$8,573 08 T	$777.56
ALIBABA GROUP HLDG LTD Dividend Option Cash Capital Gain Option Cash Average Unit Cost $105 51	BABA CASH	1,000	$87 81	$87,810 00		$105,513 80 T	($17,703 80)
AMERICAN ELEC PWR CO Estimated Yield 3.74% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $7 83	AEP CASH	2,000	$62.96	$125,920 00	$4,720 00	$15,661 33 T	$110,258 67

William Blair

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
APPLE INC Estimated Yield 1 96% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $81.87	AAPL CASH	2,150	$115.82	$249,013 00	$4,902.00	$176,022 74 T	$72,990 26
ARCONIC INC COM Estimated Yield 1 94% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $21.18	ARNC CASH	1,000	$18 54	$18,540 00	$360 00	$21,178 04 T	($2,638 04)
AT&T INC COM USD1 Estimated Yield 4 60% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable: 02/01/17 Average Unit Cost $4 08	T CASH	2,500	$42 53	$106,325 00	$4,900 00	$10,195 02 T	$96,129 98
AVON PRODUCTS INC Dividend Option Cash Capital Gain Option Cash Average Unit Cost $15 74	AVP CASH	2,000	$5.04	$10,080 00		$31,481 78 T	($21,401 78)
CHIPOTLE MEXICAN GRILL INC COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $467.56	CMG CASH	300	$377 32	$113,196.00		$140,267.55 T	($27,071.55)
COMCAST CORP NEW CL A Estimated Yield 1 59% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/25/17 Average Unit Cost $6 64	CMCSA CASH	310	$69 05	$21,405 50	$341 00	$2,059.77 T	$19,345.73

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
DEVON ENERGY CORP NEW Estimated Yield 0.52% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 03/31/17 Average Unit Cost $9 73	DVN CASH	44	$45 67	$2,009 48	$10 56	$428.00 T	$1,581.48
DUKE ENERGY CORP NEW COM NEW ISIN #US26441C2044 SEDOL #B7JZSK0 Estimated Yield 4.40% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $12.73	DUK CASH	893	$77.62	$69,314 66	$3,054 06	$11,366 96 T	$57,947 70
EXELON CORP Estimated Yield 3 58% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $32 08	EXC CASH	1,150	$35 49	$40,813 50	$1,462 80	$36,891 28 T	$3,922.22
FAIRMOUNT SANTROL HLDGS INC COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $5.54	FMSA CASH	3,500	$11.79	$41,265 00		$19,379 08 T	$21,885 92
FIRST SOLAR INC COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $64 17	FSLR CASH	300	$32.09	$9,627.00		$19,249.89 T	($9,622 89)
FIRSTENERGY CORP Estimated Yield 4.65% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $7.75	FE CASH	1,167	$30 97	$36,141.99	$1,680 48	$9,050 00 T	$27,091 99
GOGO INC COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $15 12	GOGO CASH	3,000	$9.22	$27,660 00		$45,361 20 T	($17,701.20)

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
GRUPO TELEVISA SAB CPO S REPR 25 A & 22 B & 35 D & 35 L ISIN #MXP4987V1378 SEDOL #2380108 PFD Average Unit Cost $1 43	GRPFF CASH	8,000	$4.19969	$33,597.52		$11,476 80 T	$22,120.72
JABIL CIRCUIT INC Estimated Yield 1 35% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $15 56	JBL CASH	2,000	$23 67	$47,340 00	$640 00	$31,115 00 T	$16,225 00
JPMORGAN CHASE & CO Estimated Yield 2 22% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/31/17 Average Unit Cost $29.92	JPM CASH	396	$86 29	$34,170 84	$760.32	$11,846 74 T	$22,324 10
LUMBER LIQUIDATORS HLDGS INC COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $27 34	LL CASH	1,000	$15 74	$15,740 00		$27,335 00 T	($11,595 00)
MICRON TECHNOLOGY Dividend Option Cash Capital Gain Option Cash Average Unit Cost $33 68	MU CASH	700	$21 92	$15,344 00		$23,574.86 T	($8,230 86)
MICROSOFT CORP Estimated Yield 2 51% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 03/09/17 Average Unit Cost $27.01	MSFT CASH	2,500	$62 14	$155,350.00	$3,900 00	$67,525 00 T	$87,825.00
MONSANTO CO NEW Estimated Yield 2 05% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/27/17 Average Unit Cost $89 19	MON CASH	300	$105 21	$31,563 00	$648 00	$26,756 55 T	$4,806.45

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HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
NEWMONT MNG CORP HLDG CO Estimated Yield 0 36% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $4 71	NEM CASH	79	$34 07	$2,691 53	$9 88	$372.00 T	$2,319 53
NEXTERA ENERGY INC COM Estimated Yield 2.91% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $3.98	NEE CASH	1,100	$119 46	$131,406 00	$3,828 00	$4,378 00 T	$127,028 00
PANDORA MEDIA INC COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $17.84	P CASH	2,500	$13 04	$32,600.00		$44,595 87 T	($11,995.87)
PERKINELMER INC Estimated Yield 0 53% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable. 02/10/17 Average Unit Cost $26 63	PKI CASH	1,000	$52 15	$52,150 00	$280.00	$26,626.64 T	$25,523.36
POTASH CORP OF SASKATCHEWAN COM NPV ISIN #CA73755L1076 SEDOL #2696980 Estimated Yield 2 21% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $39 87	POT CASH	1,200	$18.09	$21,708 00	$480.00	$47,838.80 T	($26,130.80)
RIGNET INC COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $37.77	RNET CASH	500	$23.15	$11,575.00		$18,885 00 T	($7,310 00)
SALESFORCE COM INC Dividend Option Cash Capital Gain Option Cash Average Unit Cost $62 62	CRM CASH	1,000	$68 46	$68,460.00		$62,624 60 T	$5,835 40

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HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
SPECTRA ENERGY CORP COM Estimated Yield 3 94% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $6 33	SE CASH	1,000	$41.09	$41,090 00	$1,620 00	$6,329.85 T	$34,760 15
SYNGENTA AG ADR EACH REP 1/5TH CHF0.10 LVL III Estimated Yield 2 90% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $59 10	SYT CASH	750	$79 05	$59,287 50	$1,721.01	$44,328 17 T	$14,959 33
TRANSOCEAN LIMITED COM CHF0.10 Estimated Yield 4.07% Dividend Option Cash Capital Gain Option Cash Average Unit Cost $41 62	RIG CASH	1,300	$14.74	$19,162 00	$780 00	$54,105.14 T	($34,943 14)
TWITTER INC COM USD0.000005 Dividend Option Cash Capital Gain Option Cash Average Unit Cost $17 23	TWTR CASH	1,500	$16.30	$24,450 00		$25,837.50 T	($1,387.50)
VEEVA SYS INC CL A COM Dividend Option Cash Capital Gain Option Cash Average Unit Cost $26.46	VEEV CASH	1,500	$40 70	$61,050 00		$39,695.99 T	$21,354.01
WORKDAY INC CL A Dividend Option Cash Capital Gain Option Cash Average Unit Cost $87.82	WDAY CASH	700	$66.09	$46,263 00		$61,472.21 T	($15,209 21)

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
XCEL ENERGY INC COM	XEL	3,500	$40 70	$142,450.00	$4,760.00	$18,795 00 T	$123,655.00
Estimated Yield 3.34%	CASH						
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable 01/20/17							
Average Unit Cost $5 37							
Total Equity				**$2,015,920.16**	**$40,858.11**	**$1,308,194.24**	**$707,725.92**
Total Equities				**$2,015,920.16**	**$40,858.11**	**$1,308,194.24**	**$707,725.92**

HOLDINGS > FIXED INCOME - 4.75% of Total Account Value

For an explanation of fixed income pricing, please see the last page. Redemption schedule(s), bond rating(s), and other information are provided where available If information does not appear regarding a particular investment, it is not available The ratings on this statement are provided by Standard & Poor's and/or Moody's to rate the quality based on the respective rating agency's assessment "Ratings information from Standard & Poor's ('S&P") may not be reproduced S&P credit ratings are statements of opinion and are not statements of fact or recommendations to purchase, hold, or sell securities, nor do they address the suitability of securities for investment purposes, and should not be relied on as investment advice S&P does not guarantee the accuracy, completeness, timeliness or availability of any information, including ratings, and is not responsible for errors or omissions (negligent or otherwise) S&P gives no express or implied warranties, including but not limited to any warranties of merchantability or fitness for a particular purpose or use S&P shall not be liable for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including lost income or profits and opportunity costs) in connection with any use of ratings "

Accrued Interest - Represents interest accumulated since the last coupon date on certain fixed income securities which may not yet have been paid by the issuer or received byNFS There is no guarantee that the accrued interest will be paid by the issuer

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/16	Estimated Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
U.S. Treasury / Agency Securities							
UNITED STATES TREAS BDS 2.12500%	912810QF8	85,000	$123 851	$117,727.18	$2,019 92	$83,872 30 T	
02/15/2040	CASH						
MOODY'S Aaa							
CPN PMT SEMI-ANNUAL							
ON AUG 15, FEB 15							
Next Interest Payable 02/15/17							
Inflation Factor = 1 11830							
Accrued Interest $763.00							
Average Unit Cost $110 25							
Adjusted Cost Basis						$93,713 78 T D	$24,013 40
Total Fixed Income		**85,000**		**$117,727.18**	**$2,019.92**	**$93,713.78**	**$24,013.40**

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HOLDINGS > EXCHANGE TRADED PRODUCTS - 9.25% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/16	Current Market Value	Estimated Annual Income	Original/Adjusted Cost Basis	Unrealized Gain (Loss)
Equity							
SPDR S&P 500 ETF TRUST UNIT SER 1 S&P Estimated Yield 2.03% Dividend Option Cash Capital Gain Option Cash Next Dividend Payable 01/31/17 Average Unit Cost $130 79	SPY CASH	500	$223 53	$111,765 00	$2,269 52	$65,397 45 T	$46,367 55
Other							
UNITED STS OIL FD LP UNITS Dividend Option Cash Capital Gain Option Cash Average Unit Cost $13 81	USO CASH	10,000	$11 72	$117,200.00		$138,117.00 T	($20,917.00)
Total Exchange Traded Products				$228,965.00	$2,269.52	$203,514.45	$25,450.55
Total Securities				$2,362,612.34	$45,147.55	$1,605,422.47	$757,189.87
TOTAL PORTFOLIO VALUE				$2,475,989.95	$45,147 55	$1,605,422.47	$757,189.87

Activity

NFS-provided cost basis, realized gain (loss) and holding period information may not reflect all adjustments necessary for tax purposes Please refer to Footnotes and Cost Basis Information at the end of this statement for more information

CORE FUND ACTIVITY

Settlement Date	Account Type	Transaction	Description	Quantity	Amount
12/01/16	CASH	YOU SOLD	FIDELITY GOVERNMENT CASH RESERVES @ 1	(419 88)	$419 88
12/05/16	CASH	YOU SOLD	FIDELITY GOVERNMENT CASH RESERVES @ 1	(1,000)	$1,000 00