EXTENDED TO NOVEMBER 15, 2017

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 , and ending

Name of foundation THE KNIGHT FAMILY FOUNDATION C/O HPM PARTNERS LLC	A Employer identification number 27-6566394
Number and street (or P O box number if mail is not delivered to street address) 50 PUBLIC SQ. — Room/suite 2700	B Telephone number (216) 464-6266
City or town, state or province, country, and ZIP or foreign postal code CLEVELAND, OH 44113	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) ▶$ 14,423,559. 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))

	Line	Description	(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	3,137,940.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	8.	8.		STATEMENT 1
	4	Dividends and interest from securities	281,177.	281,177.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-100,446.			
	b	Gross sales price for all assets on line 6a 2,064,143.				
	7	Capital gain net income (from Part IV line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	3,698.	0.		STATEMENT 3
	12	**Total** Add lines 1 through 11	3,322,377.	281,185.		
Operating and Administrative Expenses	13	Compensation of officers directors trustees etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	5,250.	0.		0.
	c	Other professional fees STMT 5	49,003.	39,003.		0.
	17	Interest				
	18	Taxes STMT 6	8,315.	8,315.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	865.	0.		0.
	24	**Total operating and administrative expenses** Add lines 13 through 23	63,433.	47,318.		0.
	25	Contributions, gifts, grants paid	1,146,048.			1,146,048.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,209,481.	47,318.		1,146,048.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	2,112,896.			
	b	**Net investment income** (if negative enter -0-)		233,867.		
	c	**Adjusted net income** (if negative enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	585,195.	1,090,052.	1,090,052.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	7,238,043.	8,665,379.	10,259,784.
	c Investments - corporate bonds STMT 10	2,723,458.	2,593,636.	2,550,180.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	500,000.	500,000.	523,543.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,046,696.	12,849,067.	14,423,559.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	11,046,696.	12,849,067.	
	30 **Total net assets or fund balances**	11,046,696.	12,849,067.	
	31 **Total liabilities and net assets/fund balances**	11,046,696.	12,849,067.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	11,046,696.
2	Enter amount from Part I, line 27a	2	2,112,896.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	13,159,592.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	310,525.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,849,067.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P		
b	PUBLICLY TRADED SECURITIES	P		
c	CAPITAL GAINS DIVIDENDS			
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	439,180.		512,976.	-73,796.
b	1,603,568.		1,651,613.	-48,045.
c	21,395.			21,395.
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				-73,796.
b				-48,045.
c				21,395.
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 -100,446.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	714,777.	11,401,923.	.062689
2014	584,403.	8,641,805.	.067625
2013	330,652.	7,090,968.	.046630
2012	154,607.	4,558,774.	.033914
2011	119,805.	2,675,122.	.044785

2	**Total** of line 1, column (d)	2	.255643
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	.051129
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	12,282,168.
5	Multiply line 4 by line 3	5	627,975.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,339.
7	Add lines 5 and 6	7	630,314.
8	Enter qualifying distributions from Part XII, line 4	8	1,146,048.

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 ▶ [X] and enter 1% of Part I, line 27b			1	2,339.
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	2,339.
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	2,339.
6	Credits/Payments:				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,937.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	4,937.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	7.
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	2,591.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 2,591. **Refunded** ▶			11	0.

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
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	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ CHRISTOPHER CHILDS Telephone no. ▶ (847) 283-7810
Located at ▶ 272 E. DEERPATH RD. #254, LAKE FOREST, IL ZIP+4 ▶ 60045-5328

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 N/A

			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		X
	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)? N/A	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	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. ▶ ______, ______, ______, ______			
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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

			Yes	No
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)?	N/A	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? N/A	☐ 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		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REBECCA W. KNIGHT 155 THORNTREE LANE WINNETKA, IL 60093	TRUSTEE 30.00	0.	0.	0.
LESTER B. KNIGHT 155 THORNTREE LANE WINNETKA, IL 60093	TRUSTEE 2.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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. 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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,887,760.
b	Average of monthly cash balances	1b	581,446.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	12,469,206.
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	12,469,206.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	187,038.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,282,168.
6	**Minimum investment return.** Enter 5% of line 5	6	614,108.

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	614,108.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 2,339.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	2,339.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	611,769.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	611,769.
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	611,769.

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	1,146,048.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,146,048.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,339.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,143,709.

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					611,769.
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2016:					
a From 2011					
b From 2012					
c From 2013					
d From 2014	94,924.				
e From 2015	152,365.				
f **Total** of lines 3a through e		247,289.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶$	1,146,048.				
a Applied to 2015, but not more than line 2a				0.	
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					611,769.
e Remaining amount distributed out of corpus		534,279.			
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		781,568.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		781,568.			
10 Analysis of line 9:					
a Excess from 2012					
b Excess from 2013					
c Excess from 2014	94,924.				
d Excess from 2015	152,365.				
e Excess from 2016	534,279.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV | Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 12

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FOREFRONT 208 SOUTH LASALLE ST. CHICAGO, IL 60604	UNRELATED	PC	GENERAL SUPPORT	817.
GOLDEN APPLE FOUNDATION 8 S. MICHIGAN AVE. #700 CHICAGO, IL 60603	UNRELATED	PC	TEACHING SCHOLARS PROGRAM	25,000.
GREATER CHICAGO FOOD DEPOSITORY 4100 W. ANN LURIE PLACE CHICAGO, IL 60632	UNRELATED	PC	FUNDS FOR THE PURCHASE OF FOOD FOR THE NEEDY	25,231.
JUNIOR ACHIEVEMENT OF CHICAGO 651 W. WASHINGTON BLVD., SUITE 404 CHICAGO, IL 60661	UNRELATED	PC	SUPPORT UNIVERSITY MODEL OUTREACH FOR FOUR SCHOOLS	35,000.
MADONNA MISSION 7110 N. SHERIDAN RD. CHICAGO, IL 60626	UNRELATED	PC	SUPPORT OF EDUCATIONAL SERVICES AND RESETTLEMENT PROGRAMS FOR REFUGEES	5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,146,048.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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			14	8.	
4 Dividends and interest from securities			14	281,177.	
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			14	3,698.	
8 Gain or (loss) from sales of assets other than inventory			18	-100,446.	
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)		0.		184,437.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 184,437.

(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).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 10-27-2017 Title: TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
RAYMOND MCCARTHY, CPA	[signature] CPA	10/24/2017		P01058905

Firm's name ▶ HPM PARTNERS LLC — Firm's EIN ▶ 27-1180831

Firm's address ▶ 50 PUBLIC SQ, SUITE 2700 CLEVELAND, OH 44113 — Phone no. (216) 464-6266

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
THE KNIGHT FAMILY FOUNDATION C/O HPM PARTNERS LLC	27-6566394

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
THE KNIGHT FAMILY FOUNDATION C/O HPM PARTNERS LLC	27-6566394

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	KNIGHT FAMILY PARTNERSHIP, LP 155 THORNTREE LANE WINNETKA, IL 60093	$ 3,137,940.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization: THE KNIGHT FAMILY FOUNDATION C/O HPM PARTNERS LLC

Employer identification number: 27-6566394

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	30,000 SHARES OF BAXTER INTERNATIONAL INC. COMMON STOCK (NYSE: BAX)	$ 1,435,500.	11/08/16
		$	
		$	
		$	
		$	
		$	

Name of organization: THE KNIGHT FAMILY FOUNDATION C/O HPM PARTNERS LLC

Employer identification number: 27-6566394

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

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

(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

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ONE ACRE FUND 1954 FIRST ST. HIGHLAND PARK, IL 60035	UNRELATED	PC	SUPPORT FOR EXPANSION ACTIVITIES IN KENYA	1,000,000.
PATHWAYS FOUNDATION 150 N. MICHIGAN AVE. CHICAGO, IL 60601	UNRELATED	PC	SUPPORT EARLY THERAPY FOR CHILDREN WHO HAVE A MOTOR, SENSORY, OR COMMUNICATION DELAY	25,000.
SARAH'S CIRCLE 4838 N. SHERIDAN RD. CHICAGO, IL 60640	UNRELATED	PC	SUPPORT SARAH'S CIRCLE MAKE IT HOME FUND	25,000.
SECOND BAPTIST CHURCH 1717 BENSON AVE. EVANSTON, IL 60201	UNRELATED	PC	GENERAL SUPPORT	5,000.
Total from continuation sheets				1,055,000.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST CHECKING	8.	8.	
TOTAL TO PART I, LINE 3	8.	8.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST #23-82453	302,572.	21,395.	281,177.	281,177.	
TO PART I, LINE 4	302,572.	21,395.	281,177.	281,177.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST - NONDIVIDEND DISTRIBUTIONS	3,698.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,698.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HPM PARTNERS - TAX PREPARATION FEES	5,250.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	5,250.	0.		0.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NORTHERN TRUST - INVESTMENT ADVISORY FEES	39,003.	39,003.		0.
ROCKEFELLER PHILANTHROPY ADVISORS	10,000.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	49,003.	39,003.		0.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	8,315.	8,315.		0.
TO FORM 990-PF, PG 1, LN 18	8,315.	8,315.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREFRONT MEMBERSHIP DUES	850.	0.		0.
ILLINOIS FILING FEES	15.	0.		0.
TO FORM 990-PF, PG 1, LN 23	865.	0.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8

DESCRIPTION	AMOUNT
CONTRIBUTION OF SECURITIES - EXCESS OF FMV OVER DONOR'S BASIS	308,589.
ADJUSTMENT DUE TO TIMING DIFFERENCES - DIVIDENDS RECEIVABLE	1,936.
TOTAL TO FORM 990-PF, PART III, LINE 5	310,525.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST - SEE ATTACHED SCHEDULE	8,665,379.	10,259,784.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,665,379.	10,259,784.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST - SEE ATTACHED SCHEDULE	2,593,636.	2,550,180.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,593,636.	2,550,180.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SYSTEMATIC ALTERNATIVES FUND LTD.	COST	500,000.	523,543.
TOTAL TO FORM 990-PF, PART II, LINE 13		500,000.	523,543.

FORM 990-PF | PART XV - LINE 1A LIST OF FOUNDATION MANAGERS | STATEMENT 12

NAME OF MANAGER

REBECCA W. KNIGHT
LESTER B. KNIGHT

EIN: 27-6566394

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2382453
Account Name THE KNIGHT FAMILY FOUNDAT-CLSG

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
#REORG/SUPERVA LU INC COM REVERSE SPLIT SUPERVALU INC	4.6700							
CUSIP 868536103	96,734.000	United States	0.00	451,747.78	398,544.08	53,203.70	0.00	53,203.70
Total Common Stock			**0.00**	**451,747.78**	**398,544.08**	**53,203.70**	**0.00**	**53,203.70**
Funds - Common Stock								
MFB NORTHERN FDS ACTIVE M EMERGING MARKETS EQUITY	16.0400							
CUSIP 665162483	31,754 950	Emerging Markets	0.00	509,349.40	592,234.05	-82,884 65	0 00	-82,884.65
MFB NORTHERN MULTI MANAGER GLOBAL LISTEDINFRASTRU	11.8100							
CUSIP 665162384	20,446.990	United States	0 00	241,478.95	224,048 48	17,430.47	0.00	17,430.47
MFO AQR INTERNATIONAL MOMENTUM STYLE-R6	12 7900							
CUSIP 00203H248	11,367.410	International	0.00	145,389.17	174,023.75	-28,634.58	0 00	-28,634.58
MFO AQR LARGE CAP MOMENTUM STYLE R6	18 9500							
CUSIP 00203H263	9,299.190	United States	0.00	176,219.65	197,075.18	-20,855 53	0.00	-20,855.53
MFO DFA INVT DIMENSIONS GROUP INC EMERGING MKTS	17 3600							
CUSIP 233203421	21,130.840	Emerging Markets	0.00	366,831.38	400,000.00	-33,168 62	0.00	-33,168 62
MFO DFA INVT DIMENSIONS GROUP INC U S CORE EQUITY 1	19 2700							
CUSIP 233203413	38,767 510	United States	0.00	747,049.92	630,012.83	117,037 09	0.00	117,037.09

^ Complete cost information not available.

*Generated by Northern Trust on 23 Oct 17

EIN: 27-6566394

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST

Portfolio Value
As of 31 DEC 16

Account Number 2382453
Account Name THE KNIGHT FAMILY FOUNDAT-CLSG

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Funds - Common Stock								
MFO DFA US SMALL CAP PORTFOLIO CUSIP 233203843	33.8400 4,523.930	United States	0 00	153,089 79	138,434.22	14,655.57	0 00	14,655 57
MFO DIMENSIONAL FUND ADVISORS INTERNATIONAL VALUE PORTFOLIO CUSIP 25434D203	16 7600 23,821 850	International	0.00	399,254.21	475,000.00	-75,745 79	0.00	-75,745.79
Total Funds - Common Stock			**0.00**	**2,738,662.47**	**2,830,828.51**	**-92,166.04**	**0.00**	**-92,166.04**
Funds - Equities ETF								
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT CUSIP 33939L407	28.6600 9,000.000	Global Region	0.00	257,940.00	306,116 44	-48,176 44	0.00	-48,176.44
Total Funds - Equities ETF			**0.00**	**257,940.00**	**306,116.44**	**-48,176.44**	**0.00**	**-48,176.44**
Total Equities			**0.00**	**3,448,350.25**	**3,535,489.03**	**-87,138.78**	**0.00**	**-87,138.78**
Fixed Income								
Funds - Government Agency								
MFO DOUBLELINE CORE FIXED INCOME FUND I CUSIP 258620301	10.7900 52,332.230	United States	0 00	564,664.76	575,000.00	-10,335 24	0.00	-10,335.24
MFO FRANKLIN TEMP EMERGING MKTS DEBT OPP CUSIP 353533813	10.9100 17,431.200	Emerging Markets	0.00	190,174.39	189,477.12	697.27	0 00	697.27
MFO VANGUARD FIXED INCOME SECS FD INC INFLATION-PROTE CUSIP 922031869	12.9800 16,816 840	United States	0.00	218,282.58	225,141.15	-6,858.57	0 00	-6,858.57

^ Complete cost information not available.

*Generated by Northern Trust on 23 Oct 17

EIN: 27-6566394

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2382453
Account Name THE KNIGHT FAMILY FOUNDAT-CLSG

Security Description / Asset ID	Market Price Local	Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Fixed Income									
Total Funds - Government Agency				0.00	973,121.73	989,618.27	-16,496.54	0.00	-16,496.54
Funds - Corporate Bond									
MFB NORTHERN FDS CORE BD FD CUSIP 665162376	10.1400	70,921.200	United States	0.00	719,140.97	739,058.75	-19,917.78	0.00	-19,917 78
MFO BLACKROCK FDS HIGH YIELD BD PORTFOLIO INSTL CL CUSIP 091929638	7.6400	55,860.090	United States	0.00	426,771.09	431,813 06	-5,041 97	0.00	-5,041 97
MFO PIMCO FDS PAC INVT MGMT SER HIGH YIELD FD INSTL CL CUSIP 693390841	8.8100	48,938.270	United States	0.00	431,146.16	433,145.76	-1,999 60	0.00	-1,999 60
Total Funds - Corporate Bond				0.00	1,577,058.22	1,604,017.57	-26,959.35	0.00	-26,959.35
Total Fixed Income				0.00	2,550,179.95	2,593,635.84	-43,455.89	0.00	-43,455.89
Real Estate									
Funds - Real Estate									
MFO DFA INVT DIMENSIONS GROUP INC INTL REAL ESTATE CUSIP 233203348	4.7000	30,763.880	United States	0.00	144,590 24	166,250.00	-21,659 76	0.00	-21,659.76
MFO DFA INVT DIMENSIONS GROUP INC REAL ESTATE SECS CUSIP 233203835	34.5100	5,970.690	United States	0.00	206,048.51	168,087.61	37,960.90	0 00	37,960.90
Total Funds - Real Estate				0.00	350,638.75	334,337.61	16,301.14	0.00	16,301.14
Total Real Estate				0.00	350,638.75	334,337.61	16,301.14	0.00	16,301.14
Hedge Fund									

^ Complete cost information not available.

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EIN: 27-6566394

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2382453
Account Name THE KNIGHT FAMILY FOUNDAT-CLSG

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Hedge Fund								
Hedge Fund of Funds								
SYSTEMATIC ALTERNATIVES FUND LTD	1,036.1849							
CUSIP 124993AS5	505.260	United States	0.00	523,542.78	500,000.00	23,542.78	0.00	23,542.78
Total Hedge Fund of Funds			0.00	523,542.78	500,000.00	23,542.78	0.00	23,542.78
Total Hedge Fund			0.00	523,542.78	500,000.00	23,542.78	0.00	23,542.78
Cash and Cash Equivalents								
Funds - Short Term Investment								
MFB NORTHERN US GOVT MONEY MKT FD	1.0000							
CUSIP 665162848	851,068.130	United States	103.52	851,068.13	851,068.13	0.00	0.00	0.00
Total Funds - Short Term Investment			103.52	851,068.13	851,068.13	0.00	0.00	0.00
Total Cash and Cash Equivalents			103.52	851,068.13	851,068.13	0.00	0.00	0.00
Report Total:			103.52	7,723,779.86	7,814,530.61	-90,750.75	0.00	-90,750.75

^ Complete cost information not available.

*Generated by Northern Trust on 23 Oct 17

EIN: 27-6566394

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST

Portfolio Value
As of 31 DEC 16

Account Number 2373032
Account Name THE KNIGHT FAMILY FDTN-CAMBIAR

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
ADR ACS ACTIV DE CONSTRUC Y SERV ADR	6.3330							
CUSIP 00089H106	1,810 000	Spain	0 00	11,462 73	11,421 28	41 45	0.00	41.45
ADR ADECCO GROUP AG ADR	32 6500							
CUSIP 006754204	698.000	Switzerland	0 00	22,789.70	17,655.98	5,133.72	0.00	5,133 72
ADR AEGON N V NY REGISTRY SHS SHS	5 5300							
CUSIP 007924103	5,378.000	Netherlands	0 00	29,740.34	33,843.84	-4,103.50	0 00	-4,103 50
ADR AMBEV SA SPONSORED ADR	4 9100							
CUSIP 02319V103	3,758.000	Brazil	214.43	18,451 78	22,769.31	-4,317.53	0.00	-4,317 53
ADR ASTELLAS PHARMA INC ADR	13.8600							
CUSIP 04623U102	1,642.000	Japan	0 00	22,758 12	26,309 95	-3,551.83	0.00	-3,551.83
ADR AXA SA SPONSORED ADR	25 2000							
CUSIP 054536107	1,456.000	France	0 00	36,691 20	32,023.03	4,668.17	0 00	4,668.17
ADR BANCO BILBAO VIZCAYA ARGENTARIA S A SPONSORED ADR	6.7700							
CUSIP 05946K101	3,726.000	Spain	0 00	25,225.02	33,865 88	-8,640.86	0.00	-8,640 86
ADR BHP BILLITON PLC SPONSORED ADR	31 4600							
CUSIP 05545E209	713.000	United Kingdom	0.00	22,430.98	19,399.23	3,031.75	0.00	3,031 75
ADR CARLSBERG AS SPONSORED ADR	17.2600							
CUSIP 142795202	1,286 000	Denmark	0 00	22,196.36	22,028.28	168.08	0.00	168 08
ADR CHINA MOBILE LTD	52.4300							
CUSIP 16941M109	542 000	China	0.00	28,417.06	33,270 87	-4,853.81	0.00	-4,853 81

^ Complete cost information not available.

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ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST | *Portfolio Value*
As of 31 DEC 16

Account Number 2373032
Account Name THE KNIGHT FAMILY FDTN-CAMBIAR

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
ADR CK HUTCHISON HLDGS LTD ADR	11 3500							
CUSIP 12562Y100	1,986 000	Cayman Islands	0 00	22,541.10	25,375.66	-2,834 56	0 00	-2,834 56
ADR DBS GROUP HLDGS LTD SPONSORED ADR	47 7450							
CUSIP 23304Y100	509.000	Singapore	0.00	24,302.21	22,523 22	1,778.99	0.00	1,778 99
ADR E ON SE SPONSORED ADR	7 0500							
CUSIP 268780103	3,304.000	Germany	0.00	23,293.20	29,488.22	-6,195.02	0 00	-6,195.02
ADR ENGIE SPONSORED ADR	12.7400							
CUSIP 29286D105	1,809 000	France	0.00	23,046.66	28,097.76	-5,051.10	0.00	-5,051.10
ADR GEMALTO NV SPONSORED ADR ADR	28 9250							
CUSIP 36863N208	727 000	Netherlands	0.00	21,028.48	23,524.90	-2,496.42	0 00	-2,496.42
ADR HSBC HLDGS PLC SPONSORED ADR NEW	40 1800							
CUSIP 404280406	853.000	United Kingdom	0.00	34,273.54	36,237.55	-1,964.01	0.00	-1,964.01
ADR INTESA SANPAOLO S P A SPONSORED ADR REPSTG ORD SHS	15.2300							
CUSIP 46115H107	2,447 000	Italy	0.00	37,267.81	38,341 18	-1,073.37	0 00	-1,073 37
ADR JULIUS BAER GROUP LTD-UN ADR	8.8500							
CUSIP 48137C108	2,860.000	Switzerland	0 00	25,311.00	27,870.91	-2,559.91	0.00	-2,559.91
ADR KOMATSU LTD SPONSORED ISIN US5004584018	22.6800							
CUSIP 500458401	998 000	Japan	0.00	22,634.64	22,906.30	-271.66	0 00	-271.66

^ Complete cost information not available.

*Generated by Northern Trust on 23 Oct 17

NORTHERN TRUST

Portfolio Value
As of 31 DEC 16

Account Number 2373032
Account Name THE KNIGHT FAMILY FDTN-CAMBIAR

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
ADR KONINKLIJKE DSM NV-SPONSORED ADR	15.0200							
CUSIP 780249108	1,314.000	Netherlands	0.00	19,736.28	18,339.72	1,396.56	0 00	1,396.56
ADR MAZDA MTR CORP ADR	8.1300							
CUSIP 578787103	2,832.000	Japan	0 00	23,024.16	23,857 81	-833 65	0.00	-833 65
ADR MITSUBISHI ESTATE LTD ADR MITSUBISHIEST ADR +	19.9300							
CUSIP 606783207	1,182 000	Japan	0 00	23,557.26	24,583.88	-1,026.62	0.00	-1,026 62
ADR MURATA MFG CO LTD ADR	33.3600							
CUSIP 626425102	698 000	Japan	0.00	23,285.28	23,389.37	-104.09	0.00	-104 09
ADR ORANGE SPONSORED ADR	15 1400							
CUSIP 684060106	1,353.000	France	0.00	20,484.42	23,033.48	-2,549 06	0.00	-2,549 06
ADR PANASONIC CORP ADR ADR	10 1600							
CUSIP 69832A205	2,139.000	Japan	0.00	21,732.24	22,732 44	-1,000.20	0.00	-1,000.20
ADR ROCHE HLDG LTD SPONSORED ADR ISIN #US771195104	28.5300							
CUSIP 771195104	1,214.000	Switzerland	0 00	34,635.42	39,851 40	-5,215.98	0 00	-5,215 98
ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	54.3800							
CUSIP 780259206	691.000	United Kingdom	0.00	37,576.58	34,865.43	2,711.15	0.00	2,711 15
ADR ROYAL KPN NV SPONSORED ADR	3.0000							
CUSIP 780641205	7,745.000	Netherlands	0.00	23,235.00	26,326.45	-3,091.45	0.00	-3,091.45

^ Complete cost information not available.

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NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2373032
Account Name THE KNIGHT FAMILY FDTN-CAMBIAR

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
ADR SECOM LTD ADR	18.2500							
CUSIP 813113206	1,201 000	Japan	0.00	21,918.25	18,776.82	3,141 43	0.00	3,141.43
ADR SEIKO EPSON CORP UNSPONSORED ADR ADR	10.4800							
CUSIP 81603X108	2,231 000	Japan	0.00	23,380.88	17,664.16	5,716 72	0 00	5,716.72
ADR SMITH & NEPHEW GROUP P L C SPONSOREDADR	30 0800							
CUSIP 83175M205	699.000	United Kingdom	0.00	21,025.92	23,990.02	-2,964 10	0.00	-2,964.10
ADR SOCIETE GENERALE FRANCE SPONSORED ADR	9.8200							
CUSIP 83364L109	2,597.000	France	0.00	25,502.54	21,961 73	3,540.81	0.00	3,540.81
ADR SUNTORY BEVERAGE & FOOD LTD ADS	20.7800							
CUSIP 86803T104	953.000	Japan	0.00	19,803.34	18,174 58	1,628 76	0.00	1,628 76
ADR TOTAL SA	50 9700							
CUSIP 89151E109	700.000	France	0.00	35,679.00	34,325.92	1,353.08	0 00	1,353.08
ADR VIVENDI SA ADR	18 9500							
CUSIP 92852T201	1,173.000	France	0.00	22,228.35	28,864 67	-6,636.32	0.00	-6,636.32
AERCAP HOLDINGS N.V EUR0.01	41.6100							
CUSIP N00985106	780.000	Netherlands	0.00	32,455.80	20,816.30	11,639 50	0.00	11,639.50
AIRBUS SE UNSPON ADR EA REPR 0 25 ORD EUR1	16 4200							
CUSIP 009279100	2,270.000	Netherlands	0.00	37,273.40	32,760.53	4,512.87	0.00	4,512 87
CARREFOUR SA SPONSORED ADR	4.8400							
CUSIP 144430204	4,178 000	United States	0.00	20,221.52	22,344.71	-2,123.19	0.00	-2,123.19

^ Complete cost information not available.

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EIN: 27-6566394

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST

Portfolio Value
As of 31 DEC 16

Account Number 2373032
Account Name THE KNIGHT FAMILY FDTN-CAMBIAR

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
DEUTSCHE POST AG SPONSORED ADR	32.7400							
CUSIP 25157Y202	736.000	Germany	0.00	24,096.64	23,446.19	650.45	0.00	650 45
DNB NOR ASA SPONSORED ADR	148.8000							
CUSIP 23328E106	157.000	Norway	0.00	23,361.60	22,829.24	532.36	0.00	532.36
FRESENIUS MEDICAL CARE AG AND CO.KGAA	42 2100							
CUSIP 358029106	523.000	Germany	0.00	22,075.83	21,145.55	930.28	0.00	930.28
KONINKLIJKE PHILIPS NV	30 5700							
CUSIP 500472303	774 000	Netherlands	0 00	23,661.18	21,818.76	1,842.42	0.00	1,842.42
OTSUKA HLDGS CO LTD ADR	21.9200							
CUSIP 689164101	1,059 000	Japan	0 00	23,213.28	17,782.32	5,430.96	0.00	5,430.96
SCHLUMBERGER LTD COM COM	83.9500							
CUSIP 806857108	416.000	United States	208 00	34,923.20	31,652.84	3,270.36	0.00	3,270.36
Total Common Stock			**422.43**	**1,111,949.30**	**1,122,287.67**	**-10,338.37**	**0.00**	**-10,338.37**
Total Equities			**422.43**	**1,111,949.30**	**1,122,287.67**	**-10,338.37**	**0.00**	**-10,338.37**
Cash and Cash Equivalents								
Funds - Short Term Investment								
MFB NORTHERN US GOVT MONEY MKT FD	1.0000							
CUSIP 665162848	43,938.000	United States	6.83	43,938.00	43,938.00	0.00	0.00	0.00
Total Funds - Short Term Investment			**6.83**	**43,938.00**	**43,938.00**	**0.00**	**0.00**	**0.00**
Total Cash and Cash Equivalents			**6.83**	**43,938.00**	**43,938.00**	**0.00**	**0.00**	**0.00**
Adjustments To Cash								

^ Complete cost information not available.

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EIN: 27-6566394

NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2373032
Account Name THE KNIGHT FAMILY FDTN-CAMBIAR

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Adjustments To Cash								
Pending Trade Purchases								
UNITED STATES DOLLAR	1.0000							
	0.000	United States	0.00	-11,421 28	-11,421.28	0.00	0.00	0 00
Total Pending Trade Purchases			0.00	-11,421.28	-11,421.28	0.00	0.00	0.00
Total Adjustments To Cash			0.00	-11,421.28	-11,421.28	0.00	0.00	0.00
Report Total:			429.26	1,144,466.02	1,154,804.39	-10,338.37	0.00	-10,338.37

^ Complete cost information not available.

*Generated by Northern Trust on 23 Oct 17

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

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ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2366133

Account Name THE KNIGHT FAMILY FDTN -POLEN

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
ACCENTURE PLC SHS CL A NEW CUSIP G1151C101	117.1300 409.000	United States	0.00	47,906.17	33,238.93	14,667.24	0 00	14,667.24
ADOBE SYS INC COM CUSIP 00724F101	102.9500 436.000	United States	0.00	44,886.20	34,670.13	10,216 07	0.00	10,216.07
ADR NESTLE S A SPONSORED ADR REPSTG REG SH CUSIP 641069406	71.7400 528.000	Switzerland	0.00	37,878.72	38,492.57	-613.85	0 00	-613.85
ALIGN TECHNOLOGY INC COM CUSIP 016255101	96.1300 287 000	United States	0.00	27,589.31	23,366.17	4,223 14	0.00	4,223.14
ALPHABET INC CAP STK USD0.001 CL C CUSIP 02079K107	771.8200 78 000	United States	0.00	60,201.96	41,974.59	18,227.37	0 00	18,227.37
ALPHABET INC CAPITAL STOCK USD0.001 CL A CUSIP 02079K305	792.4500 52 000	United States	0 00	41,207.40	28,350.55	12,856 85	0.00	12,856.85
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103	102.7800 576 000	United States	275 88	59,201.28	47,177.54	12,023.74	0 00	12,023.74
CELGENE CORP COM CUSIP 151020104	115.7500 439.000	United States	0.00	50,814.25	49,849.96	964.29	0 00	964.29
DOLLAR GEN CORP NEW COM CUSIP 256677105	74.0700 398.000	United States	99.50	29,479.86	32,420.29	-2,940.43	0 00	-2,940.43
FACEBOOK INC CL A CL A CUSIP 30303M102	115 0500 498.000	United States	0.00	57,294.90	46,817.39	10,477.51	0.00	10,477 51
GARTNER INC COM CUSIP 366651107	101.0700 342.000	United States	0 00	34,565.94	22,324.87	12,241.07	0.00	12,241.07

^ Complete cost information not available.

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EIN: 27-6566394

NORTHERN TRUST | **Portfolio Value**
As of 31 DEC 16

Account Number 2366133
Account Name THE KNIGHT FAMILY FDTN -POLEN

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
MASTERCARD INC CL A	103.2500							
CUSIP 57636Q104	189 000	United States	0.00	19,514 25	6,315.97	13,198.28	0.00	13,198.28
NIKE INC CL B CL B	50.8300							
CUSIP 654106103	1,056 000	United States	190.08	53,676.48	49,039.23	4,637 25	0 00	4,637 25
O REILLY AUTOMOTIVE INC NEW COM USD0 01	278 4100							
CUSIP 67103H107	139 000	United States	0.00	38,698.99	24,669.91	14,029.08	0.00	14,029.08
ORACLE CORPORATION COM	38 4500							
CUSIP 68389X105	1,097.000	United States	0.00	42,179 65	43,003.35	-823.70	0.00	-823 70
REGENERON PHARMACEUTICAL S INC COM	367 0900							
CUSIP 75886F107	136.000	United States	0.00	49,924 24	49,309.37	614.87	0.00	614 87
STARBUCKS CORP COM	55.5200							
CUSIP 855244109	960 000	United States	0 00	53,299.20	36,046.08	17,253 12	0.00	17,253.12
THE PRICELINE GROUP INC	1,466.0600							
CUSIP 741503403	28 000	United States	0.00	41,049.68	31,877.05	9,172.63	0.00	9,172.63
TJX COS INC COMMON NEW	75 1300							
CUSIP 872540109	622.000	United States	0 00	46,730.86	39,258 52	7,472.34	0.00	7,472.34
VISA INC COM CL A STK	78.0200							
CUSIP 92826C839	887.000	United States	0.00	69,203.74	67,695.31	1,508 43	0.00	1,508.43
Total Common Stock			**565.46**	**905,303.08**	**745,897.78**	**159,405.30**	**0.00**	**159,405.30**
Total Equities			**565.46**	**905,303.08**	**745,897.78**	**159,405.30**	**0.00**	**159,405.30**

Cash and Cash Equivalents

Funds - Short Term Investment

^ Complete cost information not available.

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EIN: 27-6566394

ATTACHMENT TO 2016 FORM 990-PF, PAGE 2, PART II - LINE 10 DETAIL

NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2366133
Account Name THE KNIGHT FAMILY FDTN -POLEN

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Cash and Cash Equivalents								
Funds - Short Term Investment								
MFB NORTHERN US GOVT MONEY MKT FD CUSIP 665162848	1.0000 36,499.350	United States	4.99	36,499.35	36,499.35	0.00	0.00	0.00
Total Funds - Short Term Investment			4.99	36,499.35	36,499.35	0.00	0.00	0.00
Total Cash and Cash Equivalents			4.99	36,499.35	36,499.35	0.00	0.00	0.00
Adjustments To Cash								
Pending Trade Purchases								
UNITED STATES DOLLAR	1.0000 0 000	United States	0.00	-28,444.94	-28,444.94	0.00	0.00	0.00
Total Pending Trade Purchases			0.00	-28,444.94	-28,444.94	0.00	0.00	0.00
Pending Trade Sales								
UNITED STATES DOLLAR	1 0000 0.000	United States	0 00	13,342.32	13,342 32	0.00	0.00	0.00
Total Pending Trade Sales			0.00	13,342.32	13,342.32	0.00	0.00	0.00
Total Adjustments To Cash			0.00	-15,102.62	-15,102.62	0.00	0.00	0.00
Report Total:			570.45	926,699.81	767,294.51	159,405.30	0.00	159,405.30

^ Complete cost information not available.

*Generated by Northern Trust on 23 Oct 17

EIN: 27-6566394

NORTHERN TRUST

Portfolio Value
As of 31 DEC 16

Account Number 2366135
Account Name THE KNIGHT FAMILY FDTN - COHO

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
#REORG/ REYNOLDS CASH & STOCK MERGER ADR BRIT 2087607	56 0400							
CUSIP 761713106	664.000	United States	305.44	37,210.56	28,215.70	8,994.86	0 00	8,994.86
3M CO COM	178.5700							
CUSIP 88579Y101	163.000	United States	0 00	29,106.91	19,629 18	9,477.73	0.00	9,477.73
ABBOTT LABORATORIES, COMMON STOCK, NO PAR	38.4100							
CUSIP 002824100	587.000	United States	0.00	22,546.67	23,041 29	-494.62	0.00	-494.62
ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	54.3800							
CUSIP 780259206	460.000	United Kingdom	0 00	25,014.80	26,904.86	-1,890.06	0.00	-1,890.06
AFLAC INC COMMON STOCK	69.6000							
CUSIP 001055102	343.000	United States	0.00	23,872 80	21,631.16	2,241.64	0.00	2,241.64
AMERISOURCEBER GEN CORP COM	78 1900							
CUSIP 03073E105	297.000	United States	0.00	23,222.43	29,114.58	-5,892.15	0.00	-5,892.15
AMGEN INC COMMON STOCK	146.2100							
CUSIP 031162100	242.000	United States	0.00	35,382.82	38,763.49	-3,380.67	0 00	-3,380.67
AUTOMATIC DATA PROCESSING INC COM	102.7800							
CUSIP 053015103	390.000	United States	222.30	40,084.20	33,997.55	6,086.65	0.00	6,086.65
BECTON, DICKINSON AND CO., COMMON STOCK,$1 PAR	165.5500							
CUSIP 075887109	181.000	United States	0.00	29,964.55	26,427.10	3,537 45	0.00	3,537 45
CHEVRON CORP COM	117 7000							
CUSIP 166764100	168.000	United States	0.00	19,773 60	17,045.22	2,728.38	0.00	2,728.38

^ Complete cost information not available.

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NORTHERN TRUST

Portfolio Value
As of 31 DEC 16

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
CULLEN / FROST BANKERS INC COM	88.2300							
CUSIP 229899109	261.000	United States	0.00	23,028 03	17,033.78	5,994.25	0 00	5,994 25
CVS HEALTH CORP COM	78.9100							
CUSIP 126650100	438.000	United States	0.00	34,562.58	44,055.93	-9,493.35	0.00	-9,493.35
DOLLAR GEN CORP NEW COM	74 0700							
CUSIP 256677105	555.000	United States	110.00	41,108.85	39,783.84	1,325.01	0.00	1,325.01
GILEAD SCIENCES INC	71.6100							
CUSIP 375558103	330.000	United States	0.00	23,631.30	31,750.41	-8,119.11	0.00	-8,119.11
GRAINGER, W W , INC , COMMON STOCK, $1 PAR	232 2500							
CUSIP 384802104	165.000	United States	0.00	38,321.25	37,841.95	479.30	0.00	479.30
ILLINOIS TOOL WKS INC COM	122 4600							
CUSIP 452308109	305.000	United States	198.25	37,350.30	29,597 42	7,752.88	0.00	7,752.88
JOHNSON & JOHNSON COM USD1	115 2100							
CUSIP 478160104	157.000	United States	0 00	18,087.97	16,246.72	1,841.25	0.00	1,841 25
KROGER CO., COMMON STOCK, $1 PAR	34.5100							
CUSIP 501044101	855.000	United States	0.00	29,506.05	29,221.74	284.31	0.00	284.31
LOWES COS INC COMMON STOCK $.50 PAR	71.1200							
CUSIP 548661107	456 000	United States	0.00	32,430.72	33,383.62	-952.90	0.00	-952.90
MARSH & MCLENNAN CO'S INC., COMMON STOCK, $1 PAR	67 5900							
CUSIP 571748102	526.000	United States	0.00	35,552.34	30,348 87	5,203.47	0.00	5,203.47

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NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2366135
Account Name THE KNIGHT FAMILY FDTN - COHO

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
MERCK & CO INC NEW COM	58 8700							
CUSIP 58933Y105	362.000	United States	170 14	21,310.94	21,298.34	12 60	0.00	12 60
MICROCHIP TECHNOLOGY INC COM	64 1500							
CUSIP 595017104	553 000	United States	0.00	35,474 95	26,619 96	8,854.99	0.00	8,854 99
OCCIDENTAL PETROLEUM CORP	71.2300							
CUSIP 674599105	376.000	United States	285.76	26,782 48	27,129.12	-346 64	0.00	-346.64
OMNICOM GROUP INC., COMMON STOCK $.50 PAR	85 1100							
CUSIP 681919106	504.000	United States	277.20	42,895.44	39,470.64	3,424.80	0.00	3,424.80
PHILIP MORRIS INTL COM STK NPV	91 4900							
CUSIP 718172109	348.000	United States	361 92	31,838.52	28,080.68	3,757.84	0 00	3,757.84
PROCTER & GAMBLE COM NPV	84.0800							
CUSIP 742718109	248 000	United States	0.00	20,851.84	20,813.86	37.98	0 00	37.98
SMUCKER J M CO COM NEW	128 0600							
CUSIP 832696405	168.000	United States	0.00	21,514.08	19,597.56	1,916.52	0.00	1,916.52
STATE STR CORP COM	77 7200							
CUSIP 857477103	473 000	United States	179.74	36,761.56	33,584.67	3,176 89	0.00	3,176 89
UNITEDHEALTH GROUP INC COM	160 0400							
CUSIP 91324P102	243.000	United States	0.00	38,889 72	29,023 59	9,866.13	0.00	9,866.13
Total Common Stock			**2,110.75**	**876,078.26**	**819,652.83**	**56,425.43**	**0.00**	**56,425.43**
Total Equities			**2,110.75**	**876,078.26**	**819,652.83**	**56,425.43**	**0.00**	**56,425.43**

Cash and Cash Equivalents

Funds - Short Term Investment

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NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 2366135
Account Name THE KNIGHT FAMILY FDTN - COHO

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Cash and Cash Equivalents								
Funds - Short Term Investment								
MFB NORTHERN US GOVT MONEY MKT FD	1 0000							
CUSIP 665162848	24,157.120	United States	3.71	24,157.12	24,157.12	0.00	0.00	0.00
Total Funds - Short Term Investment			**3.71**	**24,157.12**	**24,157.12**	**0.00**	**0.00**	**0.00**
Total Cash and Cash Equivalents			**3.71**	**24,157.12**	**24,157.12**	**0.00**	**0.00**	**0.00**
Report Total:			**2,114.46**	**900,235.38**	**843,809.95**	**56,425.43**	**0.00**	**56,425.43**

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EIN: 27-6566394

NORTHERN TRUST

Portfolio Value

As of 31 DEC 16

Account Number 0320600
Account Name THE KNIGHT FAMILY FDTN - STOCK

Security Description / Asset ID	Market Price Local / Shares/Par	Country of Risk Name	Accrued Income/Expense	Market Value	Cost	Unrealized Gain/Loss - Market	Unrealized Gain/Loss - Translation	Unrealized Gain/Loss - Total
Equities								
Common Stock								
AON PLC COM	111.5300							
CUSIP G0408V102	19,997.000	United States	0 00	2,230,265.41	980,802.86	1,249,462 55	0.00	1,249,462 55
BAXTER INTL INC COMMON STOCK	44.3400							
CUSIP 071813109	30,000 000	United States	3,900.00	1,330,200 00	1,126,911 00	203,289.00	0 00	203,289 00
Total Common Stock			**3,900.00**	**3,560,465.41**	**2,107,713.86**	**1,452,751.55**	**0.00**	**1,452,751.55**
Total Equities			**3,900.00**	**3,560,465.41**	**2,107,713.86**	**1,452,751.55**	**0.00**	**1,452,751.55**
Report Total·			**3,900.00**	**3,560,465.41**	**2,107,713.86**	**1,452,751.55**	**0.00**	**1,452,751.55**

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