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: AMERICAN MODERN FOUNDATION

A Employer identification number: 31-1580326

Number and street (or P O box number if mail is not delivered to street address): 7000 MIDLAND BVLD

Room/suite:

B Telephone number (see instructions):

City or town, state or province, country, and ZIP or foreign postal code: AMELIA, OH 45102

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)* ▶ $ 1,045,184

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).)*

	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 (attach schedule)	402,420			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	3	3	3	
	4	Dividends and interest from securities	16,676	16,676	16,676	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	18,520			
	b	Gross sales price for all assets on line 6a 475,588				
	7	Capital gain net income (from Part IV, line 2)		18,520		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	437,619	35,199	16,679	
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)	692	692	182	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	6,247	6,247	6,247	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	6,939	6,939	6,429	
	25	Contributions, gifts, grants paid	255,505			
	26	**Total expenses and disbursements.** Add lines 24 and 25	262,443	6,939	6,429	
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	175,175			
	b	**Net investment income** (if negative, enter -0-)		28,260		
	c	**Adjusted net income** (if negative, enter -0-)			10,250	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	51,991	196,953	196,953
	2 Savings and temporary cash investments	16,419	20,330	20,330
	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)			
	b Investments—corporate stock (attach schedule)	219,811	300,158	350,860
	c Investments—corporate bonds (attach schedule)	542,316	490,323	477,041
	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)	830,536	1,007,763	1,045,184
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	830,536	1,007,763	
	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			
	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)	830,536	1,007,763	
	31 **Total liabilities and net assets/fund balances** (see instructions)	830,536	1,007,763	

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	830,536
2 Enter amount from Part I, line 27a	2	175,175
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,005,712
5 Decreases not included in line 2 (itemize) ▶	5	-2,052
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,007,763

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
1a	SEE ATTACHED EXHIBIT B			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) 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				
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	18,520
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	-2,928

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	390,379	1,007,109	0 387624
2014	368,909	970,247	0 380222
2013	335,205	897,646	0 373427
2012	332,630	912,054	0 364704
2011	378,177	1,201,079	0 314864

2	**Total** of line 1, column (d)	2	1 820841
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.364168
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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	565	
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	565	
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	565	
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 59			
b	Exempt foreign organizations—tax withheld at source — 6b			
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 150			
d	Backup withholding erroneously withheld — 6d			
7	Total credits and payments. Add lines 6a through 6d	7	209	
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	356	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10		
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ ______ **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) ▶ OHIO			
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 ▶ N/A

14 The books are in care of ▶ TONY DIRKSING Telephone no. ▶ 513-947-5230
Located at ▶ 7000 MIDLAND BLVD, AMELIA, OH ZIP+4 ▶ 45102

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)*

			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)?	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
SEE STATEMENT 4				

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	918,641
b	Average of monthly cash balances	1b	177,033
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,095,674
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	
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	16,435
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,079,239
6	**Minimum investment return.** Enter 5% of line 5	6	53,962

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	53,962
2a	Tax on investment income for 2016 from Part VI, line 5	2a	565		
b	Income tax for 2016. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	565
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	53,397
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	53,397
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	53,397

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	255,505
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	255,505
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	255,505

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					53,397
2	Undistributed income, if any, as of the end of 2016:					
a	Enter amount for 2015 only				0	
b	Total for prior years. 20___,20___,20___			0		
3	Excess distributions carryover, if any, to 2016					
a	From 2011	318,809				
b	From 2012	287,901				
c	From 2013	290,710				
d	From 2014	321,142				
e	From 2015	339,773				
f	**Total** of lines 3a through e		1,558,335			
4	Qualifying distributions for 2016 from Part XII, line 4. ▶ $ 255,505					
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					53,397
e	Remaining amount distributed out of corpus		202,108			
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		1,760,443			
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					
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)		318,809			
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		1,441,634			
10	Analysis of line 9:					
a	Excess from 2012	287,901				
b	Excess from 2013	290,710				
c	Excess from 2014	321,142				
d	Excess from 2015	339,773				
e	Excess from 2016	202,108				

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

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

b Check box to indicate whether the 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 ⅔ 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).)

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

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.

ERIC HUNZIKER, 7000 MIDLAND BLVD, AMELIA, OH 45102

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

THE APPLICATION SHOULD INCLUDE THE GOALS OF THE ORGANIZATION, AS WELL AS THE KEY RESULT AREAS

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:

CINCINNATI, OH AREA-BASED ORGANIZATIONS ARE PREFERRED PREFERENCE IS GIVEN TO AREAS OF HEALTHCARE, EDUCATION, YOUTH, AND COMMUNITY

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 EXHIBIT A				
Total ▶ **3a**				255,505
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	16,679	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	18,520	
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)				35,199	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 35,199

(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.)
	ALL INVESTMENT INCOME IS USED DIRECTLY TO CARRY OUT THE FOUNDATION'S EXEMPT PURPOSE

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.

▶ [signature] 11/14/17 ▶ AVP

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.*
▶ Go to *www.irs.gov/Form990* for the latest information.

OMB No 1545-0047

2017

Name of the organization	**Employer identification number**
AMERICAN MODERN FOUNDATION	31-1580326

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
AMERICAN MODERN FOUDNATION	31-1580326

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	AMERICAN MODERN INSURANCE GROUP 7000 MIDLAND BLVD AMELIA, OH 45102	$ 402,420	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
AMERICAN MODERN FOUDNATION	31-1580326

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

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

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

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

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

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

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

Name of organization	Employer identification number
AMERICAN MODERN FOUNDATION	31-1580326

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

American Modern Foundation
Additional Schedules
Form 990-PF
2016

Statement 1 - Operating & Admin Expenses	(a)	(b)	(c)	(d)
Description	Expenses per Books	Net Investment Income	Adjusted Net Income	Charitable Purposes
Foreign Taxes Paid on Dividends	182	182	182	
Federal Tax Payment	310	310	-	
State Tax Payment	200	200	-	
To Form 990-PF Pg 1, Line 18	**692**	**692**	**182**	-
Exempt Status Recertification Fees	-	-	-	
Investment Management Fees	6,247	6,247	6,247	
To Form 990-PF Pg 1, Line 23	**6,247**	**6,247**	**6,247**	-

Statement 2 - Corporate Stock	Book Value	Fair Value
Ishares Trust Core S&P Mid-Cap	22,652	33,068
Ishares Trust Russell 1000 Value Index Fund	43,268	50,414
Ishares Trust Russell 1000 Growth Index Fund	46,994	62,940
SPDR S&P 500 ETF Tr	35,803	50,294
Vanguard FTSE Developed Mkt	50,396	46,589
Vanguard DIVID Appreciation	53,861	59,626
First Eagle Overseas Fund Class I	47,183	47,930
To Form 990-PF, Part II, Line 10 (b)	**300,158**	**350,860**

Statement 3- Corporate Bonds	Book Value	Fair Value
Ishares Inter Gov't/Credit	58,446	57,671
Vanguard Total Bond Mkt ETF	51,986	50,494
Vanguard Short-Term Bond ETF	64,312	63,560
Blackrock Strategic Income I	52,216	50,951
Double Line Total Return Fund Instl	50,574	49,040
Loomis Sayles Strategic Income Fund Class Y	57,656	53,458
Metropolitan West Total Return Bond Fund Class I	53,404	52,018
Wells Fargo Absolute Return Fund	54,152	53,264
SPDR Gold Trust	47,576	46,584
To Form 990-PF, Part II, Line 10 (c)	**490,323**	**477,041**

American Modern Foundation
Additional Schedules
Form 990-PF
2016

Statement 4 - Part VIII - List of Officers, directors, trustees, foundation managers

(a) Name and address	(b) Title	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Kate E. Reed 7000 Midland Blvd, Amelia, OH 45102	President	0	0	0
James E Hinkle II 7000 Midland Blvd, Amelia, OH 45102	VP & Treasurer	0	0	0
Eric Hunziker 7000 Midland Blvd, Amelia, OH 45102	VP & Secretary	0	0	0
Anthony Dirksing 7000 Midland Blvd, Amelia, OH 45102	VP	0	0	0

American Modern Foundation
Exhibit A
List of Grants & cotnributions Paid During the Year
2016

	Relationship	Foundation Status	Purpose of Grant	Amount
4 Paws For Ability	NONE	PUBLIC	Unrestricted	-250 00
AHS STUDENT COUNCIL	NONE	PUBLIC	Unrestricted	-500.00
AMELIA HIGH SCHOOL	NONE	PUBLIC	Unrestricted	-200.00
AMELIA MASONIC LODGE SCHOLARSHIP FUND	NONE	PUBLIC	Unrestricted	-100.00
Amelia Parade LLC	NONE	PUBLIC	Unrestricted	-200 00
AMERICAN HEART ASSOCIATION	NONE	PUBLIC	Unrestricted	-5,000.00
American Red Cross	NONE	PUBLIC	Unrestricted	-10,000 00
ANDERSON HIGH SCHOOL AFTER PROM	NONE	PUBLIC	Unrestricted	-200 00
ARTS WAVE	NONE	PUBLIC	Unrestricted	-30,000 00
BATAVIA BAND BOOSTERS	NONE	PUBLIC	Unrestricted	-100 00
BATAVIA ROTARY FOUNDATION	NONE	PUBLIC	Unrestricted	-250 00
BETHEL TATE Athletics	NONE	PUBLIC	Unrestricted	-250 00
BOYS & GIRLS CLUB	NONE	PUBLIC	Unrestricted	-200 00
CHILD FOCUS, INC	NONE	PUBLIC	Unrestricted	-2,000 00
CHILD FOCUS, INC.	NONE	PUBLIC	Unrestricted	-1,500.00
CINCINNATI ART MUSEUM	NONE	PUBLIC	Unrestricted	-500 00
CINCINNATI CHILDREN'S HOSP MEDICAL CENTER	NONE	PUBLIC	Unrestricted	-1,000.00
Cincinnati Fire Foundation	NONE	PUBLIC	Unrestricted	-5,000 00
CLERMONT COUNTY BAR ASSOC. SCHOLARSHIP FUND	NONE	PUBLIC	Unrestricted	-200.00
CLERMONT COUNTY TOWNSHIP ASSOC.	NONE	PUBLIC	Unrestricted	-250 00
CLERMONT NORTHEASTERN SCHOOLS	NONE	PUBLIC	Unrestricted	-250.00
DAN BEARD COUNCIL BOY SCOUTS OF AMERICA	NONE	PUBLIC	Unrestricted	-5,000.00
DOWNTOWN CINCINNATI INC	NONE	PUBLIC	Unrestricted	-250 00
EASTGATE SOCCER ASSOCIATION	NONE	PUBLIC	Unrestricted	-100.00
GREATER CINCINNATI Behavioral Heath Services (GCB)	NONE	PUBLIC	Unrestricted	-5,000.00
Jewish War Veterans Of The USA	NONE	PUBLIC	Unrestricted	-500.00
JUNIOR ACHIEVEMENT	NONE	PUBLIC	Unrestricted	-3,000.00
Koch's Sporting Goods	NONE	PUBLIC	Unrestricted	-100 00
LITERACY COUNCIL IN CLERMONT COUNTRY	NONE	PUBLIC	Unrestricted	-250.00
LOCUST CORNER ELEMENTARY SCHOOL	NONE	PUBLIC	Unrestricted	-150.00
MARCH OF DIMES	NONE	PUBLIC	Unrestricted	-5,000 00
MCNICHOLAS HIGH SCHOOL	NONE	PUBLIC	Unrestricted	-200.00
Munich Sister City Association	NONE	PUBLIC	Unrestricted	-1,450.00
Ohio Valley Voices Annual Fund	NONE	PUBLIC	Unrestricted	-250.00
Pray Hope Believe Foundation	NONE	PUBLIC	Unrestricted	-500.00
SCHOLASTIC INC.	NONE	PUBLIC	Unrestricted	-139.68
ST BERNADETTE SCHOOL	NONE	PUBLIC	Unrestricted	-200.00
ST. VERONICA SCHOOL	NONE	PUBLIC	Unrestricted	-100.00
SUSAN G KOMEN, CHICAGOLAND AREA	NONE	PUBLIC	Unrestricted	-7,500.00
THE SALVATION ARMY	NONE	PUBLIC	Unrestricted	-250 00
UC CLERMONT COLLEGE/UC FOUNDATION	NONE	PUBLIC	Unrestricted	-5,000.00
UNITED WAY	NONE	PUBLIC	Unrestricted	-158,250.00
URBAN LEAGUE OF CINCINNATI	NONE	PUBLIC	Unrestricted	-1,000.00
WEST CLERMONT EDUCATION FOUNDATION	NONE	PUBLIC	Unrestricted	-2,000.00
YMCA OF CLERMONT COUNTY	NONE	PUBLIC	Unrestricted	-1,000.00
YWCA House Of Peace	NONE	PUBLIC	Unrestricted	-365.13
		Total to Form 990-PF, Part XV, line 3a		-255,504 81

American Modern Foundation
Capital Gains & Losses - Exhibit B
Calendar 2016

Security	Shares	Date Acquired	Date Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
BLACKROCK GLOBAL LONG SHORT EQUITY FUND CLASS I	2 954	9/23/2014	3/1/2016	32 55	35 12	(2 57)
BLACKROCK GLOBAL LONG SHORT EQUITY FUND CLASS I	23 163	12/15/2015	3/1/2016	255 26	267 07	(11 81)
BLACKROCK GLOBAL LONG SHORT EQUITY FUND CLASS I	46 597	12/15/2015	3/1/2016	513 50	537 26	(23 76)
BLACKSTONE ALTERNATIVE MULTI-STRATEGEY FUND CLASS I	4,028 197	1/20/2016	4/7/2016	39,637 46	40,000 00	(362 54)
ISHARES 1-3 YR TREASURY BOND ETF	600 000	3/10/2016	6/6/2016	50,964 27	50,812 86	151 41
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	9 619	12/23/2015	1/20/2016	95 33	97 44	(2 11)
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	39 615	12/23/2015	1/20/2016	392 58	401 30	(8 72)
PACE ALTERNATIVE STRATEGIES INVESTMENTS CLASS P	143 228	12/17/2015	11/18/2016	1,469 52	1,505 33	(35 81)
PACE ALTERNATIVE STRATEGIES INVESTMENTS CLASS P	482 160	4/15/2016	11/18/2016	4,946 96	5,000 00	(53 04)
PIMCO ALL ASSET FUND CLASS P	9 005	3/19/2015	3/10/2016	93 83	104 10	(10 27)
PIMCO ALL ASSET FUND CLASS P	24 052	6/18/2015	3/10/2016	250 62	278 28	(27 66)
PIMCO ALL ASSET FUND CLASS P	27 959	9/17/2015	3/10/2016	291 33	298 32	(6 99)
PIMCO ALL ASSET FUND CLASS P	65 801	12/30/2015	3/10/2016	685 65	672 49	13 16
VANGUARD DIVIDEND APPRECATION ETF	150 000	1/15/2016	11/18/2016	12,639 29	10,889 03	1,750 26
VANGUARD SHORT-TERM BOND ETF	150 000	10/1/2015	7/20/2016	12,130 83	12,051 75	79 08
VANGUARD TOTAL BOND MARKET ETF	275 000	6/6/2016	11/18/2016	22,303 14	22,873 84	(570 70)
WISDOMTREE EUORPE HEDGED EQUITY FUND ETF	275 000	2/19/2015	1/15/2016	13,405 72	17,211 43	(3,805 71)
Total Short-term				160,107.84	163,035 62	(2,927.78)
BLACKROCK GLOBAL LONG SHORT EQUITY FUND CLASS I	2,375 810	1/21/2014	3/1/2016	26,181 43	27,964 78	(1,783 35)
BLACKROCK GLOBAL LONG SHORT EQUITY FUND CLASS I	874 144	4/9/2014	3/1/2016	9,633 06	10,000 00	(366 94)
BLACKROCK GLOBAL LONG SHORT EQUITY FUND CLASS I	501 672	9/23/2014	3/1/2016	5,528 43	5,964 88	(436 45)
BLACKROCK GLOBAL LONG SHORT EQUITY FUND CLASS I	4 074	12/17/2014	3/1/2016	44 89	48 81	(3 92)
DOUBLE LINE TOTAL RETURN FUND INSTL	711 143	9/23/2011	11/18/2016	7,595 00	8,043 23	(448 23)
DOUBLE LINE TOTAL RETURN FUND INSTL	55 273	9/30/2011	11/18/2016	590 31	619 62	(29 31)
DOUBLE LINE TOTAL RETURN FUND INSTL	51 075	10/31/2011	11/18/2016	545 48	567 95	(22 47)
DOUBLE LINE TOTAL RETURN FUND INSTL	54 799	11/30/2011	11/18/2016	585 25	607 18	(21 93)
DOUBLE LINE TOTAL RETURN FUND INSTL	64 041	12/30/2011	11/18/2016	683 96	706 37	(22 41)
ISHARES CORE S&P MIDCAP ETF	75 000	5/1/2012	11/18/2016	12,015 49	7,510 76	4,504 73
ISHARES RUSSELL 1000 VALUE ETF	100 000	2/11/2011	11/18/2016	10,828 16	6,833 35	3,994 81
ISHARES RUSSELL 1000 VALUE ETF	100 000	8/10/2011	11/18/2016	10,828 15	5,798 43	5,029 72
ISHARES RUSSELL 1000 GROWTH ETF	75 000	4/2/2008	11/18/2016	7,777 62	4,208 25	3,569 37
ISHARES RUSSELL 1000 GROWTH ETF	125 000	2/1/2011	11/18/2016	12,962 69	7,590 00	5,372 69
ISHARES INTERMEDIATE GOVT/CREDIT BOND ETF	125 000	10/1/2015	11/18/2016	13,797 20	13,876 19	(78 99)
METROPOLITAN WEST TOTAL RETURN BOND FUND CLASS I	1,869 159	6/13/2014	11/18/2016	20,000 00	20,178 09	(178 09)
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	2,308 312	10/2/2013	1/20/2016	22,875 37	25,064 40	(2,189 03)
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	636 417	12/18/2013	1/20/2016	6,306 89	7,000 00	(693 11)
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	22 610	12/20/2013	1/20/2016	224 07	247 78	(23 71)
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	899 302	4/9/2014	1/20/2016	8,912 08	10,000 00	(1,087 92)
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	0 288	12/19/2014	1/20/2016	2 85	3 09	(0 24)
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	26 126	12/19/2014	1/20/2016	258 91	280 33	(21 42)
NEUBERGER BERMAN ABS RET MULTI-MGR CLASS I	84 144	12/19/2014	1/20/2016	833 87	902 86	(68 99)
PACE ALTERNATIVE STRATEGIES INVESTMENTS CLASS P	4,096 361	5/15/2015	11/18/2016	42,049 18	45,000 00	(2,950 82)
PIMCO ALL ASSET FUND CLASS P	3,448 276	1/14/2015	3/10/2016	35,931 04	40,000 00	(4,068 96)
SPDR S&P 500 ETF TR	50 000	8/10/2011	11/18/2016	10,917 81	5,767 50	5,150 31
SPDR S&P DIVIDEND ETF	400 000	10/3/2011	1/15/2016	27,464 41	18,988 86	8,475 55
VANGUARD SHORT-TERM BOND ETF	250 000	10/1/2015	11/18/2016	19,933 02	20,086 25	(153 23)
Total Long-term				315,306.62	293,858 96	21,447.66
Total Proceeds/Cost/Gain(Loss)				475,414.46	456,894.58	18,519.88