Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation
E MANDELL AND BETSY DEWINDT FOUNDATION

% CONNER & ASSOCIATES

Number and street (or P O box number if mail is not delivered to street address)
39479 TUDOR DRIVE

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
WILLOUGHBY, OH 44094

A Employer identification number
34-1536552

B Telephone number (see instructions)
(216) 292-8030

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 227,207

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	3,171	3,137		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	6,787			
	b	Gross sales price for all assets on line 6a 54,852				
	7	Capital gain net income (from Part IV, line 2)		6,787		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	9,958	9,924		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	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)	4,187	4,187		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	287	12		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	499			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,973	4,199		0
	25	Contributions, gifts, grants paid	8,478			8,478
	26	**Total expenses and disbursements.** Add lines 24 and 25	13,451	4,199		8,478
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-3,493			
	b	**Net investment income** (if negative, enter -0-)		5,725		
	c	**Adjusted net income**(if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	**(b)** Book Value	**(c)** Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	13,570	3,679	3,679
	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)	375,369	381,767	223,528
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	388,939	385,446	227,207
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	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 ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	388,939	385,446	
	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)	388,939	385,446	
	31	**Total liabilities and net assets/fund balances** (see instructions)	388,939	385,446	

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	388,939
2	Enter amount from Part I, line 27a	2	-3,493
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	385,446
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	385,446

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)
1 a	SEE MERRILL LYNCH STMT	P	2015-01-01	2016-02-01
b	CASH IN LIEU VARIOUS SECURITIES	P	2015-01-01	2016-06-01
c	SEE MERRILL LYNCH STMT	P	2016-01-01	2016-12-31
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	41,415		34,197	7,218
b	84			84
c	13,353		13,868	-515
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				7,218
b				84
c				-515
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	6,787
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	8,000	221,361	0 03614
2014	20,859	226,347	0 092155
2013	12,950	214,075	0 060493
2012	9,500	208,650	0 045531
2011	13,000	211,251	0 061538

2	**Total** of line 1, column (d)	2	0 295857
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 059171
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	218,138
5	Multiply line 4 by line 3	5	12,907
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	57
7	Add lines 5 and 6	7	12,964
8	Enter qualifying distributions from Part XII, line 4	8	8,478

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	115
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2.		3	115
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	115
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.		7	0
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	115
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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
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		No
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶ CONNER & ASSOCIATES Telephone no ▶ (440) 617-0391

Located at ▶ 26016 DETROIT RD STE3 westlake OH ZIP+4 ▶ 44145

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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

		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**		No

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

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

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
PAMELA BURKE 39479 TUDOR DRIVE WILLOUGHBY, OH 44094	PRESIDENT 0	0	0	0
DANA DE WINDT 4131 SE Henley lane Stuart, FL 34995	SECRETARY 0	0	0	0

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

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

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
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	
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	
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	213,479
b	Average of monthly cash balances.	1b	7,981
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	221,460
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	0
3	Subtract line 2 from line 1d.	3	221,460
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,322
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	218,138
6	**Minimum investment return.** Enter 5% of line 5.	6	10,907

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	10,907
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	115		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	115
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	10,792
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	10,792
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	10,792

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	8,478
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	8,478
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	8,478

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					10,792
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 2014 , 2013 , 2012			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.	2,638				
b From 2012.					
c From 2013.	2,517				
d From 2014.	9,824				
e From 2015.					
f **Total** of lines 3a through e.		14,979			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 8,478					
a Applied to 2015, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2016 distributable amount.					8,478
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2016		2,314			2,314
(If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		12,665			
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.					
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					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)					
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .		324			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		12,341			
10 Analysis of line 9					
a Excess from 2012. . . .					
b Excess from 2013. . . .	2,517				
c Excess from 2014. . . .	9,824				
d Excess from 2015. . . .					
e Excess from 2016. . . .					

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

E M DEWINDT 36 RIVERVIEW ROAD H

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

a The name, address, and telephone number or email 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* See Additional Data Table				
Total . . . . ▶ **3a**				8,478
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	3,171	
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	6,787	
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). .				9,958	

13 Total. Add line 12, columns (b), (d), and (e). 13 9,958

(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)

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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

******	2017-05-15	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Scott Simmerly		2017-05-02		P00533581
Firm's name ▶ CONNER & ASSOCIATES LLP				Firm's EIN ▶
Firm's address ▶ 26016 DETROIT RD SUITE 3 WESTLAKE, OH 44145				Phone no (440) 617-0391

Form 990PF Part XV Line 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*				
BUILDING BRIDGES FOR KIDS 3501 Merrimac Ave DAYTON, OH 45405	NONE	PUBLIC CHARITY	GENERAL FUND	500
HAWKEN SCHOOL 12465 COUNTY LINE RD GATES MILLS, OH 44040	NONE	PUBLIC CHARITY	GENERAL FUND	2,713
THE JADE FOUNDATION P O BOX 6021 CHESTERLAND, OH 44026	NONE	PUBLIC CHARITY	GENERAL FUND	540
LYRIC THEATRE 59 SW Flagler Ave STUART, FL 34994	NONE	PUBLIC CHARITY	GEENRAL FUND	500
EDUCATION FOUNDATION MARTIN COUNTY PO BOX 291 STUART, FL 34995	NONE	PUBLIC CHARITY	GENERAL FUND	1,000
MOLLY VOINOVICH MEMORIAL FUND 1422 EUCLID AVE CLEVELAND, OH 44115	NONE	PUBLIC CHARITY	GENERAL FUND	1,000
TREASURE COAST HOSPICE 1201 SE INDIAN ST STUART, FL 34997	NONE	PC	GENERAL FUND	725
YMCA OF MARTIN COUNTY 1700 SE Monterey Rd STUART, FL 34996	NONE	PC	GENERAL FUND	1,500
Total . . . . ▶ **3a**				8,478

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

TY 2016 Depreciation Schedule

Name: E MANDELL AND BETSY DEWINDT FOUNDATION

EIN: 34-1536552

TY 2016 Other Expenses Schedule

Name: E MANDELL AND BETSY DEWINDT FOUNDATION

EIN: 34-1536552

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMIN EXPENSE	499			

TY 2016 Other Professional Fees Schedule

Name: E MANDELL AND BETSY DEWINDT FOUNDATION

EIN: 34-1536552

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	4,187	4,187		

TY 2016 Taxes Schedule

Name: E MANDELL AND BETSY DEWINDT FOUNDATION

EIN: 34-1536552

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON INVEST INCOME	12	12		
EXCISE TAX - INVESTMENT INCOME	275			

EM & BETSY DE WINDT FOUNDATION
FORM 990PF, PART IV GAIN(LOSS)

EMA Fiscal Statement

Merrill Lynch
Bank of America Corporation

Date	Transaction	Quantity	Description	Price	Debit	Credit
			Other Activity			
09/14/16	Cash in Lieu		FIRST C FIN SVCS PV$0.01			12.76
10/04/16	Journal Entry		INV. ADVISORY FEE OCT		362.45	
10/11/16	Cash in Lieu		ADVANSIX INC			8 70
10/24/16	Fgn Div Tax		CANADIAN PACIFIC RAILWAY		0 45	
11/02/16	Journal Entry		INV. ADVISORY FEE NOV		355 54	
11/08/16	Cash in Lieu		ADIENT PLC SHS			22.25
12/05/16	Journal Entry		INV. ADVISORY FEE DEC		364 53	
			Net Total		**4,199.03**	**83.85**

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
3.0000	FEDEX CORP DELAWARE COM	04/07/15	12/29/15	447 79	516 38	(68.59) S
3.0000	MONSANTO CO NEW DEL COM	04/28/15	01/06/16	284 21	349 18	(64.97) S
2.0000	MONSANTO CO NEW DEL COM	05/04/15	01/06/16	189 48	232.79	(43 31) S
3.0000	NETFLIX COM INC	07/01/15	01/19/16	326 14	280 04	46 10 S
2 0000	ROPER TECHNOLOGIES INC	02/09/15	01/19/16	339.36	325 07	14 29 S
3.0000	TRAVELERS COS INC	11/04/09	01/13/16	321 23	153.91	167 32 L
1 0000	TRAVELERS COS INC	02/10/10	01/13/16	107.08	49.60	57 48 L
4 0000	TIME WARNER INC SHS	06/25/14	12/29/15	259 43	275.69	(16 26) L
4 0000	TIME WARNER INC SHS	11/19/14	12/29/15	259 43	323 65	(64.22) L
1 0000	TIME WARNER INC SHS	11/19/14	01/13/16	71 68	80 91	(9.23) L
4.0000	TIME WARNER INC SHS	02/09/15	01/13/16	286 76	323.68	(36 92) S
4 0000	TIME WARNER INC SHS	02/09/15	01/20/16	270.53	323.68	(53 15) S
1 0000	TYCO INTL PLC SHS	04/09/15	01/06/16	30 93	43 32	(12.39) S
1 0000	TYCO INTL PLC SHS	04/10/15	01/06/16	30 93	43.45	(12 52) S
8 0000	TYCO INTL PLC SHS	05/06/15	01/06/16	247 53	316 76	(69 23) S
9.0000	AMETEK INC NEW	02/09/15	01/27/16	417 16	449 11	(31 95) S
3.0000	ACCENTURE PLC SHS	09/15/10	02/03/16	303.65	118.41	185 24 L
2.0000	APPLE INC	02/05/10	02/01/16	193 28	54 77	138.51 L
2 0000	APPLE INC	04/26/13	02/01/16	193 28	118.64	74 64 L
2.0000	BIOGEN INC	02/09/15	02/01/16	551 23	800.47	(249 24) S

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)	
15.0000	BURLINGTON STORES INC	12/15/15	02/17/16	820 02	648 39	171 63	S
6.0000	COGNIZANT TECH SOLUTNS A	02/09/15	02/01/16	375 22	345.89	29.33	S
7.0000	COGNIZANT TECH SOLUTNS A	02/09/15	02/09/16	367.18	403.54	(36.36)	S
1.0000	PENTAIR PLC SHS	04/01/15	02/10/16	43 26	63.06	(19 80)	S
1.0000	PENTAIR PLC SHS	04/02/15	02/10/16	43 27	63 93	(20 66)	S
3.0000	PENTAIR PLC SHS	04/06/15	02/10/16	129 81	198.16	(68 35)	S
2.0000	PENTAIR PLC SHS	04/06/15	02/11/16	84 93	132.10	(47 17)	S
1 0000	REGENERON PHARMACTCLS	02/09/15	02/09/16	367.80	401 76	(33 96)	S
3.0000	TAL INTL GROUP INC	11/11/13	02/18/16	31 47	132 07	(100 60)	L
1.0000	TAL INTL GROUP INC	11/11/13	02/19/16	10.16	44.02	(33.86)	L
3 0000	TAL INTL GROUP INC	11/12/13	02/19/16	30 49	132 03	(101 54)	L
4.0000	TAL INTL GROUP INC	11/12/13	02/22/16	42 99	176 05	(133.06)	L
1.0000	TAL INTL GROUP INC	11/13/15	02/23/16	10 46	19 30	(8 84)	S
3.0000	VERIZON COMMUNICATNS COM	10/02/13	02/24/16	151.17	140 43	10 74	L
3 0000	VERIZON COMMUNICATNS COM	10/30/13	02/24/16	151.17	151.97	(0 80)	L
13.0000	WHITING PETROLEUM CORP	07/18/08	02/10/16	71.55	570.57	(499.02)	L
1.0000	WHITING PETROLEUM CORP	07/18/08	02/11/16	5.07	43.89	(38 82)	L
2.0000	ALEXION PHARMS INC	02/09/15	03/15/16	262 70	347 02	(84.32)	L
7.0000	BRISTOL-MYERS SQUIBB CO	08/27/12	03/07/16	463.44	229.75	233 69	L
2.0000	BRISTOL-MYERS SQUIBB CO	09/21/12	03/07/16	132 42	67.27	65 15	L
1.0000	BRISTOL-MYERS SQUIBB CO	09/21/12	03/15/16	63 70	33 63	30.07	L
3 0000	BRISTOL-MYERS SQUIBB CO	09/24/12	03/15/16	191 12	100 92	90 20	L
2 0000	BRISTOL-MYERS SQUIBB CO	09/24/12	03/22/16	125 35	67.28	58.07	L
2 0000	BRISTOL-MYERS SQUIBB CO	11/09/12	03/22/16	125.36	64.66	60.70	L
2 0000	BRISTOL-MYERS SQUIBB CO	05/09/13	03/22/16	125.37	79.80	45.57	L
9.0000	FRANKLIN RES INC	06/05/13	03/10/16	328 24	451 90	(123.66)	L
1 0000	FRANKLIN RES INC	06/12/13	03/10/16	36 48	48.79	(12.31)	L
4.0000	GILEAD SCIENCES INC COM	02/09/15	03/01/16	355 41	391.89	(36 48)	L
2.0000	ITRON INC	04/28/09	02/26/16	80 08	95 71	(15 63)	L
2 0000	ITRON INC	04/28/09	02/29/16	80.36	95 71	(15.35)	L
1.0000	ITRON INC	07/30/10	03/01/16	40.01	65 20	(25 19)	L
1.0000	ITRON INC	06/28/12	03/02/16	40.19	39 43	0.76	L
3 0000	ITRON INC	06/29/12	03/02/16	120.60	124 13	(3.53)	L
1 0000	ITRON INC	11/13/15	03/03/16	41.13	33 67	7 46	S
3 0000	LAUDER ESTEE COS INC A	03/30/15	03/01/16	277 10	252 59	24 51	S
3 0000	NASDAQ OMX GRP INC	11/14/13	03/02/16	192 14	110 64	81 50	L
1 0000	NASDAQ OMX GRP INC	11/15/13	03/02/16	64 05	36 96	27 09	L
1.0000	NASDAQ OMX GRP INC	11/18/13	03/02/16	64.05	37 44	26 61	L
14 0000	SABRE CORP SHS	06/09/15	03/22/16	384 58	343.41	41 17	S
2 0000	TRAVELERS COS INC	02/10/10	03/23/16	231.70	99.21	132 49	L

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REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)	
9.0000	WELLS FARGO & CO NEW DEL	12/12/12	03/23/16	449 92	303.26	146 66	L
3.0000	CVS HEALTH CORP	11/14/12	04/22/16	303.52	136 68	166.84	L
1.0000	CALIFORNIA RESOURCES	05/21/14	04/01/16	0 96	1.69	(0.73)	L
3.0000	CUMMINS INC COM	12/16/15	04/20/16	350 68	262.88	87.80	S
2.0000	CUMMINS INC COM	12/16/15	04/21/16	230.56	175.26	55 30	S
3 0000	FIDELITY NATL INFO SVCS	05/08/13	04/13/16	192.73	130.42	62 31	L
4 0000	FIDELITY NATL INFO SVCS	07/10/13	04/13/16	256 99	179 01	77 98	L
1.0000	FIDELITY NATL INFO SVCS	07/11/13	04/13/16	64 25	45 37	18 88	L
4.0000	GENERAL MILLS	10/15/09	04/06/16	255 75	130 30	125 45	L
3.0000	GENERAL MILLS	10/16/09	04/06/16	191.83	98 25	93 58	L
13.0000	IMS HEALTH HLDGS INC	09/28/15	03/29/16	334.64	384 16	(49 52)	S
6.0000	MONDELEZ INTERNATIONAL	02/09/15	04/22/16	252.15	215.52	36.63	L
8.0000	MONDELEZ INTERNATIONAL	02/09/15	04/25/16	337 44	287 37	50.07	L
1.0000	MONDELEZ INTERNATIONAL	02/10/15	04/25/16	42 19	35 84	6.35	L
9 0000	NABORS INDUSTRIES LTD	01/15/13	03/31/16	82 25	131.47	(49 22)	L
19 0000	NABORS INDUSTRIES LTD	01/16/13	03/31/16	173.66	279.87	(106.21)	L
7 0000	NABORS INDUSTRIES LTD	09/16/13	03/31/16	63 98	114.89	(50 91)	L
2 0000	NABORS INDUSTRIES LTD	11/13/15	03/31/16	18 28	18.68	(0 40)	S
13 0000	REALOGY HLDGS CORP	02/23/15	04/11/16	461 78	606.48	(144 70)	L
8.0000	REALOGY HLDGS CORP	03/23/15	04/11/16	284 18	355 78	(71.60)	L
3.0000	STATE STREET CORP	03/06/13	03/30/16	175.65	176 67	(1.02)	L
7 0000	STATE STREET CORP	03/20/13	03/30/16	409.88	422.99	(13.11)	L
2.0000	STATE STREET CORP	03/20/13	03/31/16	117.03	120 86	(3 83)	L
1.0000	TRAVELERS COS INC	02/10/10	04/06/16	115 58	49 60	65.98	L
1.0000	TRAVELERS COS INC	10/20/10	04/06/16	115 58	54.48	61.10	L
1.0000	TRAVELERS COS INC	02/09/11	04/06/16	115.59	58.62	56 97	L
1.0000	AMAZON COM INC COM	04/13/15	05/16/16	711.01	382.37	328.64	L
2.0000	DANAHER CORP DEL COM	05/16/11	05/04/16	191.37	108.18	83.19	L
2.0000	DANAHER CORP DEL COM	05/17/11	05/04/16	191.37	106.96	84 41	L
1 0000	FIDELITY NATL INFO SVCS	04/29/14	05/11/16	73 45	52 54	20.91	L
4.0000	FIDELITY NATL INFO SVCS	04/30/14	05/11/16	293 82	213.37	80.45	L
1 0000	FIDELITY NATL INFO SVCS	05/28/14	05/11/16	73 46	53 98	19.48	L
8.0000	FRANKLIN RES INC	06/12/13	05/11/16	287.37	390.29	(102 92)	L
3.0000	FRANKLIN RES INC	07/10/13	05/11/16	107.76	138.13	(30 37)	L
1.0000	FRANKLIN RES INC	06/18/14	05/11/16	35.93	57 65	(21.72)	L
3 0000	LINKEDIN CORP	02/09/15	05/10/16	382.07	803 75	(421.68)	L
1.0000	MONSANTO CO NEW DEL COM	05/04/15	05/25/16	111.27	116.39	(5 12)	L
3.0000	MONSANTO CO NEW DEL COM	07/08/15	05/25/16	333 82	319.07	14 75	S
11 0000	ROSS STORES INC COM	02/09/15	05/23/16	578.18	521.58	56 60	L
7.0000	STARBUCKS CORP	12/06/12	05/16/16	388.76	187.07	201 69	L

PLEASE SEE REVERSE SIDE

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)	
4.0000	STARBUCKS CORP	12/06/12	05/23/16	218.77	106 89	111 88	L
2.0000	STARBUCKS CORP	11/11/13	05/23/16	109 39	81 33	28.06	L
3.0000	STARBUCKS CORP	03/11/14	05/23/16	164 09	112 87	51.22	L
3 0000	WELLS FARGO & CO NEW DEL	12/12/12	04/27/16	152.37	101 09	51.28	L
4.0000	WELLS FARGO & CO NEW DEL	01/23/13	04/27/16	203 16	140.02	63 14	L
4.0000	FRANKLIN RES INC	06/18/14	06/01/16	147.44	230.58	(83 14)	L
2.0000	FRANKLIN RES INC	06/19/14	06/01/16	73 72	115 64	(41 92)	L
7.0000	FRANKLIN RES INC	07/31/14	06/01/16	258.05	383 92	(125.87)	L
1.0000	INTL BUSINESS MACHINES	09/05/12	06/01/16	152.24	195 26	(43.02)	L
1.0000	INTL BUSINESS MACHINES	09/21/12	06/01/16	152 25	207.33	(55 08)	L
1.0000	INTL BUSINESS MACHINES	01/17/13	06/01/16	152.26	194 14	(41 88)	L
1.0000	INTL BUSINESS MACHINES	01/17/13	06/08/16	153 45	194 14	(40 69)	L
1.0000	INTL BUSINESS MACHINES	03/07/13	06/08/16	153 46	209 21	(55 75)	L
1.0000	LINKEDIN CORP	02/09/15	06/14/16	191 73	267.91	(76 18)	L
2 0000	LINKEDIN CORP	03/09/15	06/14/16	383 48	534 87	(151 39)	L
1.0000	MONSANTO CO NEW DEL COM	07/08/15	06/07/16	108.03	106 35	1 68	S
2.0000	MONSANTO CO NEW DEL COM	08/12/15	06/07/16	216.09	205.58	10 51	S
2.0000	MONSANTO CO NEW DEL COM	08/12/15	06/22/16	214.86	205.58	9 28	S
4 0000	MONSANTO CO NEW DEL COM	08/18/15	06/22/16	429.74	413.10	16 64	S
9 0000	WALGREENS BOOTS ALLIANCE	02/01/16	06/07/16	715 47	725 80	(10 33)	S
5 0000	WELLS FARGO & CO NEW DEL	01/23/13	06/08/16	250 06	175 02	75 04	L
5.0000	WELLS FARGO & CO NEW DEL	02/13/13	06/08/16	250 07	175.68	74.39	L
1.0000	AKAMAI TECHNOLOGIES INC	07/18/08	07/21/16	57 25	33.48	23 77	L
2.0000	AMETEK INC NEW	02/09/15	07/07/16	90 70	99.80	(9 10)	L
6.0000	AMETEK INC NEW	11/03/15	07/07/16	272 10	333 65	(61 55)	S
2.0000	AMERICAN TOWER REIT INC	02/09/15	07/15/16	233 09	194 15	38 94	L
1.0000	AUTODESK INC DEL PV$0.01	12/29/08	07/21/16	57 72	18 32	39 40	L
3.0000	CVS HEALTH CORP	11/14/12	07/25/16	281.64	136 68	144 96	L
5.0000	CVS HEALTH CORP	02/13/13	07/25/16	469 40	254.97	214 43	L
7.0000	FAIRCHILD SEMICON INTL	09/04/14	07/15/16	138 05	124.80	13.25	L
7.0000	FAIRCHILD SEMICON INTL	09/04/14	07/18/16	138.06	124.81	13 25	L
2.0000	FORTIVE CORP	05/17/11	07/13/16	100.34	50.76	49.58	L
3 0000	FORTIVE CORP	07/27/11	07/13/16	150 51	70 43	80 08	L
2 0000	FORTIVE CORP	08/24/11	07/13/16	100 34	40 93	59 41	L
1 0000	FORTIVE CORP	05/09/12	07/13/16	50.17	25 60	24 57	L
2 0000	FORTIVE CORP	05/10/12	07/13/16	100.35	48 70	51 65	L
2 0000	FORTIVE CORP	11/26/13	07/15/16	101 95	71 62	30 33	L
3 0000	FORTIVE CORP	07/31/14	07/15/16	152.94	104 70	48 24	L
1 0000	FORTIVE CORP	12/31/14	07/15/16	50.98	41 18	9.80	L
2 0000	FORTIVE CORP	02/09/15	07/15/16	101 96	80 30	21.66	L

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EMA Fiscal Statement

Merrill Lynch
Bank of America Corporation

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
2 0000	FORTIVE CORP	09/08/15	07/15/16	101 96	82 55	19.41 S
3 0000	FORTIVE CORP	10/07/15	07/15/16	152.94	117.27	35 67 S
1 0000	FORTIVE CORP	10/14/15	07/15/16	50.98	42.11	8 87 S
1.0000	FORTIVE CORP	10/21/15	07/15/16	50.99	42.49	8 50 S
2.0000	INTERCONTINENTAL	02/19/09	07/11/16	516.69	117 94	398.75 L
1 0000	PRUDENTIAL FINANCIAL INC	12/16/09	07/20/16	75 39	51.62	23.77 L
3.0000	PRUDENTIAL FINANCIAL INC	01/27/10	07/20/16	226.17	150.14	76.03 L
5.0000	ROYAL CARIBBEAN CRUISES	05/10/16	06/29/16	339.71	376.09	(36.38) S
5.0000	ROYAL CARIBBEAN CRUISES	05/16/16	06/29/16	339.72	384 31	(44 59) S
1 0000	RYDER SYSTEM INC	10/30/13	07/21/16	67.31	66.05	1.26 L
1.0000	UNITED TECHS CORP COM	05/13/09	07/06/16	99 71	50.32	49 39 L
3.0000	UNITED TECHS CORP COM	07/20/09	07/06/16	299.16	164.20	134 96 L
2.0000	BRISTOL-MYERS SQUIBB CO	05/09/13	08/08/16	120.72	79 79	40.93 L
1.0000	BRISTOL-MYERS SQUIBB CO	11/11/13	08/08/16	60 36	52.76	7 60 L
4.0000	BRISTOL-MYERS SQUIBB CO	02/09/15	08/08/16	241 44	236.61	4.83 L
3.0000	COGNIZANT TECH SOLUTNS A	02/09/15	08/08/16	174.85	172.95	1 90 L
2 0000	COGNIZANT TECH SOLUTNS A	02/10/15	08/08/16	116.58	116.41	0 17 L
4.0000	DANAHER CORP DEL COM	05/17/11	08/16/16	322.89	163 15	159.74 L
3 0000	DANAHER CORP DEL COM	07/27/11	08/16/16	242.17	113 20	128.97 L
3.0000	DANAHER CORP DEL COM	07/27/11	08/23/16	242 79	113.19	129.60 L
1.0000	DANAHER CORP DEL COM	08/24/11	08/23/16	80.94	32.89	48.05 L
3 0000	GENERAL MILLS	10/16/09	08/03/16	208.79	98 24	110.55 L
3.0000	GENERAL MILLS	04/14/10	08/03/16	208 79	105 99	102.80 L
3.0000	GENERAL MILLS	04/14/10	08/17/16	211 24	105.98	105 26 L
1 0000	GENERAL MILLS	10/20/10	08/17/16	70.41	37 33	33 08 L
3.0000	GENERAL MILLS	11/10/10	08/17/16	211 25	107.97	103.28 L
3 0000	ILLINOIS TOOL WORKS INC	04/02/14	08/10/16	352 81	249.38	103 43 L
1 0000	ILLINOIS TOOL WORKS INC	04/03/14	08/11/16	118.32	83.64	34 68 L
3 0000	MERCK AND CO INC SHS	08/13/14	08/17/16	188.27	173 11	15 16 L
5.0000	MERCK AND CO INC SHS	08/20/14	08/17/16	313 79	296.48	17 31 L
1.0000	PRUDENTIAL FINANCIAL INC	01/27/10	07/27/16	75 22	50 05	25.17 L
5.0000	PRUDENTIAL FINANCIAL INC	02/24/10	07/27/16	376.14	256 47	119 67 L
4.0000	TEXAS INSTRUMENTS	10/15/14	08/23/16	280.78	170 07	110.71 L
1.0000	AUTOZONE INC NEVADA COM	02/09/15	08/29/16	750.27	611.13	139 14 L
3 0000	COSTCO WHOLESALE CRP DEL	08/25/15	09/27/16	451.52	406 70	44.82 L
7.0000	DOLLAR GENERAL CORP	06/15/15	09/20/16	502.18	540 49	(38.31) L
10 0000	FAIRCHILD SEMICON INTL	09/04/14	09/23/16	199.99	178 29	21 70 L
11 0000	FAIRCHILD SEMICON INTL	09/05/14	09/23/16	220 00	196 80	23 20 L
1 0000	FAIRCHILD SEMICON INTL	11/13/15	09/23/16	20.01	18 09	1.92 S
1.0000	FORTIVE CORP	10/21/15	08/29/16	52.59	42 48	10.11 S

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)	
1.0000	GENERAL MILLS	11/10/10	08/31/16	70.71	35.99	34 72	L
3.0000	GENERAL MILLS	12/16/10	08/31/16	212.15	109.69	102.46	L
5.0000	JPMORGAN CHASE & CO	02/02/11	09/21/16	333.68	228.87	104 81	L
4.0000	JOHNSON CONTROLS INC	12/02/10	09/06/16	175.65	156.07	19 58	L
7.0000	JOHNSON CONTROLS INC	03/23/11	09/06/16	307 39	281.64	25.75	L
8.0000	JOHNSON CONTROLS INC	09/17/14	09/06/16	351 30	371.09	(19.79)	L
10.0000	JOHNSON CONTROLS INC	07/27/16	09/06/16	439 11	464 41	(25 30)	S
7 0000	PFIZER INC	07/13/12	08/31/16	242.61	159 93	82 68	L
5 0000	SABRE CORP SHS	06/09/15	08/29/16	139 99	122 65	17 34	L
14.0000	SABRE CORP SHS	10/07/15	08/29/16	391 98	398 06	(6.08)	S
4 0000	VERIZON COMMUNICATNS COM	10/30/13	09/07/16	214.13	202 63	11 50	L
1 0000	VERIZON COMMUNICATNS COM	11/11/13	09/07/16	53.53	50 11	3 42	L
3 0000	VERIZON COMMUNICATNS COM	11/20/13	09/07/16	160 61	153 21	7 40	L
4.0000	ALEXION PHARMS INC	02/09/15	10/19/16	483.47	694 05	(210 58)	L
3.0000	ALEXION PHARMS INC	07/11/16	10/19/16	362.62	378.00	(15.38)	S
1 0000	CENTENE CORP	01/13/10	10/17/16	59.76	10 82	48.94	L
2.0000	CENTENE CORP	01/13/10	10/18/16	122.08	21 65	100.43	L
4.0000	GENERAL MILLS	12/16/10	10/12/16	248.22	146.25	101.97	L
2 0000	GENERAL MILLS	02/22/12	10/12/16	124 12	77.30	46 82	L
3 0000	GENERAL MILLS	02/22/12	10/19/16	184 27	115.94	68 33	L
1.0000	GENERAL MILLS	02/23/12	10/19/16	61 43	38 71	22 72	L
1 0000	GENERAL MILLS	11/13/15	10/19/16	61 43	56 14	5 29	S
1 0000	NORTHROP GRUMMAN CORP	01/07/15	09/28/16	217 26	147 40	69 86	L
7 0000	TARGET CORP COM	08/22/14	10/12/16	477 21	427 72	49.49	L
2.0000	UNITED TECHS CORP COM	07/20/09	09/28/16	204 72	109 47	95 25	L
1 0000	UNITED TECHS CORP COM	09/11/09	09/28/16	102 37	61 69	40 68	L
11 0000	VWR CORP	11/12/15	10/13/16	302 61	282 54	20.07	S
3.0000	VWR CORP	11/13/15	10/13/16	82 54	77 00	5 54	S
1 0000	ASTORIA FINANCIAL CORP	07/18/08	11/14/16	15 79	21 93	(6 14)	L
1 0000	A N S Y S INC COM	07/18/08	11/14/16	89.80	44 80	45 00	L
1.0000	ALLEGHENY TECH INC	11/07/12	11/14/16	17 90	27 41	(9.51)	L
1.0000	ACCENTURE PLC SHS	09/15/10	11/14/16	117 45	39 47	77.98	L
1.0000	AMERICAN TOWER REIT INC	02/09/15	11/14/16	100.91	97.07	3.84	L
1 0000	ANTERO RES CORP	03/28/16	11/14/16	24 73	24.44	0.29	S
4.0000	ADIENT PLC SHS	11/03/16	11/02/16	178.87	N/A	N/C	
1 0000	AMER EXPRESS COMPANY	06/17/15	11/14/16	71.44	80.12	(8.68)	L
1 0000	ARCHER DANIELS MIDLD	05/27/15	11/14/16	41 62	52 95	(11 33)	L
1 0000	AUTOZONE INC NEVADA COM	02/09/15	11/07/16	731.18	611 13	120 05	L
2 0000	BORG WARNER INC COM	08/11/10	11/14/16	69.28	45 71	23 57	L
2.0000	BIG LOTS INC COM	09/15/15	11/14/16	103 58	88 94	14.64	L

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EM & BETSY DE WINDT FOUNDATION

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)	
1.0000	BIO RAD LABS CL A	12/29/08	11/14/16	166 41	68.61	97 80	L
1 0000	CSX CORP	07/18/08	11/14/16	34.97	20.18	14 79	L
1 0000	COMCAST CORP NEW CL A	07/14/11	11/14/16	67.56	23.93	43 63	L
3.0000	CONSTELLATION BRANDS INC	02/09/15	11/15/16	455.03	336 89	118.14	L
1.0000	CENTENE CORP	01/13/10	11/14/16	51 98	10.82	41 16	L
1.0000	CBRE GROUP INC	03/08/12	11/14/16	28 28	18.53	9.75	L
1 0000	CITIGROUP INC COM NEW	01/13/16	11/14/16	54.38	46.23	8.15	S
1.0000	COTY INC CL A	10/12/16	11/14/16	18.14	23 35	N/C	
1.0000	CHUBB LTD	02/02/11	11/14/16	127 36	62 48	64.88	L
1 0000	DENTSPLY SIRONA INC	03/10/15	11/14/16	59.51	51 10	8 41	L
1.0000	D R HORTON INC	07/18/08	11/14/16	27.60	11 08	16 52	L
1.0000	FIRST POTOMAC RLTY TR	07/01/11	11/14/16	9.25	14 02	(4 77)	L
1 0000	GLOBAL PMTS INC GEORGIA	01/30/09	11/14/16	69.17	17 54	51 63	L
1.0000	GULFPORT ENERGY NEW$0.01	03/28/16	11/14/16	24.13	27.24	(3 11)	S
2 0000	HEXCEL CORP NEW COM	07/25/11	11/14/16	96 21	48 05	48 16	L
1.0000	HONEYWELL INTL INC DEL	05/26/10	11/14/16	113 27	42 34	70.93	L
1.0000	HUNTINGTON INGALLS INDS	10/11/13	11/14/16	175 93	70 81	105.12	L
1.0000	ILLINOIS TOOL WORKS INC	04/03/14	11/14/16	124 30	83.63	40 67	L
1.0000	JPMORGAN CHASE & CO	02/02/11	11/14/16	79 23	45.78	33 45	L
4.0000	JPMORGAN CHASE & CO	02/25/11	11/16/16	309.75	186.05	123 70	L
2 0000	KEYCORP NEW COM	12/06/12	11/14/16	33 85	15.84	18 01	L
5.0000	ELI LILLY & CO	04/13/15	11/01/16	363 63	367 78	(4 15)	L
1.0000	METLIFE INC COM	10/22/08	11/14/16	54.71	31.33	23 38	L
1.0000	MCKESSON CORPORATION COM	02/09/15	11/14/16	144.74	218.10	(73 36)	L
3 0000	MEDICAL PPTYS TR INC	09/09/13	11/14/16	36 09	34.88	1 21	L
1.0000	MERCK AND CO INC SHS	08/20/14	11/14/16	63 70	59 30	4.40	L
1 0000	MOOG INC CL A	01/18/12	11/14/16	71.64	43.14	28 50	L
1.0000	NEWFIELD EXPL CO COM	07/18/08	11/14/16	37 70	54.06	(16 36)	L
1 0000	NESTLE S A REP RG SH ADR	10/08/08	11/14/16	67 81	39.67	28 14	L
1 0000	NORTHROP GRUMMAN CORP	01/08/15	11/14/16	249.83	152.69	97.14	L
1 0000	NORTHROP GRUMMAN CORP	01/08/15	11/23/16	247 07	152.69	94 38	L
5 0000	ON SEMICONDUCTOR CRP COM	10/21/14	11/14/16	56 70	38.78	17 92	L
1 0000	OCCIDENTAL PETE CORP CAL	02/03/12	11/14/16	64.63	98.83	(34 20)	L
1 0000	PHILIP MORRIS INTL INC	02/10/12	11/14/16	88 25	80.23	8 02	L
1.0000	PFIZER INC	07/13/12	11/14/16	32 38	22 85	9.53	L
1 0000	RAYMOND JAMES FINL INC	07/18/08	11/14/16	69 40	27.66	41.74	L
1 0000	REPUBLIC SERVICES INC	08/18/11	11/14/16	53 80	27 32	26.48	L
1 0000	REINSURNCE GROUP AMERICA	04/04/13	11/14/16	117 83	58.83	59 00	L
1 0000	SCHLUMBERGER LTD	12/03/14	11/14/16	78 36	86 54	(8 18)	L
1.0000	SKECHERS U S A INC CL A	10/17/16	11/14/16	22 31	22 12	0 19	S

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EM & BETSY DE WINDT FOUNDATION
12/31/2016

Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)	
1.0000	SBA COMMUNICATIONS CRP A	01/14/09	11/14/16	96.92	17.37	79 55	L
5 0000	SALESFORCE COM INC	10/01/14	11/21/16	379.42	283 79	95.63	L
1 0000	SNAP ON INC COM	07/18/08	11/14/16	168 13	51 56	116 57	L
1.0000	SONOCO PRODUCTS CO	03/15/13	11/14/16	52.06	33 94	18.12	L
1.0000	WEC ENERGY GROUP INC SHS	07/18/08	11/14/16	54.56	43.85	10 71	L
1.0000	TJX COS INC NEW	07/18/08	11/14/16	75.34	17 32	58.02	L
1.0000	TEXAS INSTRUMENTS	10/15/14	11/14/16	70 05	42.52	27 53	L
4 0000	TARGET CORP COM	08/22/14	11/02/16	272.20	244.41	27.79	L
5.0000	TARGET CORP COM	08/22/14	11/16/16	383.30	305.51	77.79	L
2.0000	TARGET CORP COM	08/25/14	11/16/16	153 32	122 25	31 07	L
1.0000	TARGET CORP COM	11/13/15	11/16/16	76 66	72 68	3 98	L
1.0000	TRAVELERS COS INC	02/09/11	11/14/16	111.39	58 62	52 77	L
1 0000	JOHNSON CONTROLS INTER	09/07/16	11/14/16	44.03	45 69	(1 66)	S
1 0000	UNITED NAT FOODS INC	07/18/08	11/14/16	47.00	17.29	29 71	L
1 0000	US BANCORP (NEW)	12/10/14	11/14/16	48.20	45 23	2 97	L
1 0000	UNION PACIFIC CORP	09/02/15	11/14/16	99 83	84 52	15 31	L
1 0000	UNITED TECHS CORP COM	09/11/09	11/14/16	108 75	61.69	47 06	L
1.0000	VALSPAR CORP COM	07/18/08	11/14/16	102.49	21.10	81 39	L
1 0000	WOODWARD INC	12/17/15	11/14/16	65 65	49 77	15 88	S
1 0000	WELLS FARGO & CO NEW DEL	02/13/13	11/14/16	53 12	35.14	17 98	L
4.0000	ADIENT PLC SHS CXL	11/03/16	11/02/16	178 87	N/A	N/C	
4.0000	ADIENT PLC SHS	11/03/16	11/02/16	178 87	186 34	(7 47)	S
7.0000	COGNIZANT TECH SOLUTNS A	02/10/15	12/14/16	395 18	407 42	(12 24)	L
1 0000	COGNIZANT TECH SOLUTNS A	02/10/15	12/15/16	56.25	58 20	(1 95)	L
4.0000	EQUIFAX INC	02/09/15	12/05/16	456 76	341.50	115.26	L
14.0000	LKQ CORP	04/11/16	12/15/16	455 14	440.97	14 17	S
2.0000	MCKESSON CORPORATION COM	02/09/15	12/05/16	289 77	436.19	(146 42)	L
2.0000	MCKESSON CORPORATION COM	02/09/16	12/05/16	289 77	300.85	(11 08)	S
10.0000	SCHWAB CHARLES CORP NEW	10/07/15	12/19/16	386.10	277.68	108.42	L
1.0000	SHERWIN WILLIAMS	08/09/12	12/15/16	267.85	141.18	126 67	L
8.0000	VERIZON COMMUNICATNS COM	11/20/13	12/07/16	409 23	408.57	0 66	L
2.0000	VERIZON COMMUNICATNS COM	01/16/14	12/07/16	102 31	96.74	5 57	L
4.0000	VERIZON COMMUNICATNS COM	01/16/14	12/14/16	208 24	193 49	14 75	L
1.0000	VERIZON COMMUNICATNS COM	02/28/14	12/14/16	52 07	48 12	3 95	L
3 0000	VERIZON COMMUNICATNS COM	02/28/14	12/21/16	159.01	144 34	14 67	L
4 0000	VERIZON COMMUNICATNS COM	03/19/14	12/21/16	212 03	187 72	24 31	L
5 0000	VERIZON COMMUNICATNS COM	03/19/14	12/22/16	264 66	234 64	30 02	L
6 0000	VWR CORP	11/13/15	12/19/16	151 24	154 00	(2 76)	L
14 0000	VWR CORP	05/23/16	12/19/16	352.92	397.41	(44.49)	S
1.0000	VWR CORP	07/18/16	12/19/16	25 21	30 22	(5.01)	S

	TOTAL PROCEEDS	TOTAL COST	NET GAIN/(LOSS)
SHORT TERM	13,352 77	13,868 02	(515 25)
LONG TERM	41,415 44	34,196 97	7,218 47

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