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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation****or Section 4947(a)(1) Trust Treated as Private Foundation**

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

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

<p>Name of foundation THE SK WELLMAN FOUNDATION % LAURENCE BARTELL</p> <p>Number and street (or P O box number if mail is not delivered to street address) 1801 EAST 9TH STREET Suite 920</p> <p>City or town, state or province, country, and ZIP or foreign postal code CLEVELAND, OH 44114</p> <p>G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p> <p>H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 4,030,159</p>		<p>A Employer identification number 34-6520032</p> <p>B Telephone number (see instructions) (216) 621-1180</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>			
		<p>J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>			
<p>Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</p>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	0			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	95,277	95,277	95,277	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	49,370			
	b Gross sales price for all assets on line 6a	641,903			
	7 Capital gain net income (from Part IV, line 2)		49,370		
	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	144,647	144,647	95,277		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	42,000			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	38,150	16,050	16,050	32,100
	c Other professional fees (attach schedule)	43,847	43,847	43,847	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	8,685	8,685	8,685	5,669
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	200			200
	24 Total operating and administrative expenses.	132,882	68,582	68,582	37,969
25 Contributions, gifts, grants paid	207,000			207,000	
26 Total expenses and disbursements. Add lines 24 and 25	339,882	68,582	68,582	244,969	
27 Subtract line 26 from line 12	-195,235				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		76,065			
c Adjusted net income (if negative, enter -0-)			26,695		

	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
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		379,668	81,575	81,575
	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)		2,708,801	2,610,317	2,917,598
	c Investments—corporate bonds (attach schedule)		845,461	1,046,803	1,030,986
	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)		3,933,930	3,738,695	4,030,159
	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 ► _____)		0	0	
	23 Total liabilities (add lines 17 through 22)		0	0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> 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		3,933,930	3,738,695	
	30 Total net assets or fund balances (see instructions)		3,933,930	3,738,695	
	31 Total liabilities and net assets/fund balances (see instructions)		3,933,930	3,738,695	

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	3,933,930
2	Enter amount from Part I, line 27a	2	-195,235
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	3,738,695
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	3,738,695

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 NORTHERN TRUST SHORT TERM SALES			P		
b NORTHERN TRUST LONG TERM SALES			P		
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 429,231		443,232	-14,001		
b 212,672		149,301	63,371		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) 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			-14,001		
b			63,371		
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	49,370
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

 Yes No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	324,239	4,346,134	0 074604
2014	309,507	4,654,103	0 066502
2013	546,938	4,644,369	0 117764
2012	540,178	4,704,168	0 11483
2011	607,882	5,218,429	0 116488
2 Total of line 1, column (d)			0 490188
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			0 098038
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4,051,003
5 Multiply line 4 by line 3			397,152
6 Enter 1% of net investment income (1% of Part I, line 27b)			761
7 Add lines 5 and 6			397,913
8 Enter qualifying distributions from Part XIII, line 4			244,969

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1	1,521
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	1,521
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	1,521
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	10,000
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	10,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,479
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ►	11	Refunded ► 8,479

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

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

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 No

Website address ►

14 The books are in care of ►LAURENCE BARTELL Telephone no ►(216) 621-1180

Located at ►1801 EAST 9TH STREET 920 CLEVELAND OH

ZIP+4 ►44114

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

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

See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b □

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

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

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

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

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

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

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

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

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

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

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

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

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

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	Expense account, (e) other allowances
EMILY ZEIDERS 206 THIRD STREET BOILING SPRINGS, PA 17007	TRUSTEE 0	2,000	0	0
JOSHUA K PRYOR 1129 FOLSOM STREET SAN FRANCISCO, CA 94103	TRUSTEE 0	2,000	0	0
SUZANNE W ERIKSON 2972 FULLER MOUNTAIN RD NORTH FERRISBURGH, VT 05473	TRUSTEE 0	2,000	0	0
LAURENCE A BARTELL 1801 EAST NINTH STREET 920 CLEVELAND, OH 44114	TRUSTEE 0	36,000	0	0

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

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	Contributions to employee benefit plans and deferred (d) compensation	Expense account, (e) other allowances
Total number of other employees paid over \$50,000:				►

Total number of other employees paid over \$50,000.

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".

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.

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.

1 NOT APPLICABLE	
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	3,937,273
b	Average of monthly cash balances.	1b	175,420
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,112,693
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	4,112,693
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	61,690
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,051,003
6	Minimum investment return. Enter 5% of line 5.	6	202,550

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

1	Minimum investment return from Part X, line 6.	1	202,550
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,521
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,521
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	201,029
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	201,029
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	201,029

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	244,969
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	244,969
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	244,969
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				201,029
2 Undistributed income, if any, as of the end of 2016			0	
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.	355,617			
b From 2012.	309,244			
c From 2013.	318,328			
d From 2014.	87,723			
e From 2015.	114,601			
f Total of lines 3a through e.	1,185,513			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 244,969			0	
a Applied to 2015, but not more than line 2a				
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.				201,029
e Remaining amount distributed out of corpus	43,940			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	1,229,453			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0	
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
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)	355,617			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a.	873,836			
10 Analysis of line 9				
a Excess from 2012.	309,244			
b Excess from 2013.	318,328			
c Excess from 2014.	87,723			
d Excess from 2015.	114,601			
e Excess from 2016.	43,940			

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

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

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

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

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

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

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

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

LAURENCE A BARTELL
1801 EAST 9TH STREET 920
CLEVELAND, OH 44114
(216) 621-1180

b The form in which applications should be submitted and information and materials they should include
NONE REQUIRED

c Any submission deadlines

DECEMBER 31

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

GRANTS ARE LIMITED TO PUBLIC CHARITIES FOR EDUCATIONAL OR CHARITABLE PURPOSES

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.				14	95,277
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	49,370
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).					144,647
13 Total. Add line 12, columns (b), (d), and (e).				13	144,647

(See worksheet in line 13 instructions to verify calculations)

Part XVII

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

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.

• 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

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.

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 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.

**Sign
Here**

* * * * *

2017-05-02

* * * * *

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

Paid Preparer Use Only	Print/Type preparer's name JOSEPH SILVAGGIO	Preparer's Signature	Date 2017-05-02	Check if self-employed ► <input type="checkbox"/>	PTIN P00304380
	Firm's name ► SUSTINBARTELLWALDMAN & FITZGERALD				Firm's EIN ►
	Firm's address ► 1801 EAST 9TH STREET 920 CLEVELAND, OH 44114				Phone no (216) 621-1180

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ACHIEVEMENT CENTERS FOR CHILDREN 4255 NORTHFIELD HIGHLAND HILLS, OH 44128	NONE	PC	EDUCATIONAL SERVICES TO NEEDY CHILDREN	3,000
AMERICAN HEART ASSOCIATION 1689 EAST 115TH ST CLEVELAND, OH 44106	NONE	PC	MEDICAL RESEARCH	5,000
AMERICAN RED CROSS 3747 EUCLID AVE CLEVELAND, OH 44115	NONE	PC	DISASTER AID TO NEEDY	2,000
BELLEFAIRE 22001 FAIRMOUNT BLVD CLEVELAND HTS, OH 44118	NONE	PC	AID TO NEEDY	5,000
CLEVELAND RAPE CRISIS CENTER 1370 ONTARIO STREET CLEVELAND, OH 44115	NONE	PC	SUPPORT FOR ABUSED WOMEN	5,000
BOYS & GIRLS CLUBS 6114 BROADWAY AVE CLEVELAND, OH 44127	NONE	PC	AID TO NEEDY CHILDREN	3,000
CAMP HO MITA CODA 3601 SOUTH GREEN ROAD 100 CLEVELAND, OH 44122	NONE	PC	AID TO NEEDY CHILDREN	2,000
CITY YEAR CLEVELAND 820 PROSPECT AVE EAST CLEVELAND, OH 44115	NONE	PC	YOUTH RACIAL DIVERSITY	1,000
CENTRAL SCHOOL OF PRACTICAL NURSING 4600 CARNEGIE AVE CLEVELAND, OH 44103	NONE	PC	SCHOLARSHIP SUPPORT	4,000
GREATER CLEVELAND VOLUNTEERS 4415 EUCLID AVE CLEVELAND, OH 44103	NONE	PC	MEDICAL RESEARCH	2,000
CLEVELAND BOTANICAL GARDEN 11030 EAST BLVD CLEVELAND, OH 44106	NONE	PC	EDUCATIONAL PROGRAMS	3,000
NEW AVENUES TO INDEPENDENCE 17608 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	AID TO DISABLED INDIVIDUALS	1,000
CLEVELAND FOODBANK 15500 SOUTH WATERLOO RD CLEVELAND, OH 44194	NONE	PC	FOOD FOR NEEDY	5,000
CLEVELAND HEARING AND SPEECH CENTER 11635 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	EDUCATIONAL PROGRAMS	2,000
CLEVELAND INSTITUTE OF ART 11141 EAST BLVD CLEVELAND, OH 44106	NONE	PC	SCHOLARSHIP	2,000
Total				207,000 ►
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CLEVELAND INSTITUTE OF MUSIC 11021 EAST BLVD CLEVELAND, OH 44106	NONE	PC	SCHOLARSHIP	2,000
BEREA ANIMAL RESCUE 390 BARRETT ROAD BEREA, OH 44017	NONE	PC	ANIMAL RESCUE	1,000
CLEVELAND HOUSING NETWORK ONE WADE OVAL DRIVE CLEVELAND, OH 44106	NONE	PC	AID TO HOMELESS	1,000
CLEVELAND ORCHESTRA 11001 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	PERFORMING ARTS	3,000
CLEVELAND PLAYHOUSE 8500 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	PERFORMING ARTS	3,000
BOYS HOPE GIRLS HOPE 9619 GARFIELD BLVD CLEVELAND, OH 44125	NONE	PC	AID TO NEEDY CHILDREN	2,000
CLEVELAND SIGHT CENTER 1909 EAST 101 ST CLEVELAND, OH 44106	NONE	PC	AID TO THE BLIND	3,000
ARTHRITIS FOUNDATION 4630 RICHMOND ROAD CLEVELAND, OH 44128	NONE	PC	MEDICAL RESEARCH	2,000
CLEVELAND KIDS IN NEED 3631 PERKINS AVE CLEVELAND, OH 44114	NONE	PC	AID TO NEEDY	3,000
CLEVELAND ZOOLOGICAL SOCIETY 3900 WILDLIFE WAY CLEVELAND, OH 44109	NONE	PC	EDUCATIONAL PROGRAMS	2,000
CORNUCOPIA 18120 SLOANE AVE LAKEWOOD, OH 44107	NONE	PC	AID TO NEEDY	3,000
ELIZA BRYANT CENTER 7201 WADE PARK AVE CLEVELAND, OH 44103	NONE	PC	AID TO NEEDY	3,000
FREE MEDICAL CLINIC 12201 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	MEDICAL CARE TO NEEDY	5,000
GREAT LAKES SCIENCE MUSEUM 601 ERIESIDE AVE CLEVELAND, OH 44114	NONE	PC	HISTORICAL PRESERVATION	2,000
ST MALACHI CENTER 2416 SUPERIOR AVE CLEVELAND, OH 44114	NONE	PC	AID TO NEEDY	2,000
Total				207,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HIRAM HOUSE 33775 HIRAM TRAIL CHAGRIN FALLS, OH 44022	NONE	PC	SHELTER FOR NEEDY	2,000
CLEVELAND KIDS BOOK BANK 10730 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	EDUCATIONAL PROGRAMS	2,000
MALACHI HOUSE 2810 CLINTON AVE CLEVELAND, OH 44103	NONE	PC	AID TO NEEDY	2,000
RESCUE VILLAGE PO BOX 116 NOVELTY, OH 440720116	NONE	PC	AID TO NEEDY	1,000
COLLEGE NOW 50 PUBLIC SQUARE CLEVELAND, OH 44113	NONE	PC	EDUCATIONAL SUPPORT	3,000
CUYAHOGA COMMUNITY COLLEGE 700 CARNEGIE AVE CLEVELAND, OH 44115	NONE	PC	SCHOLARSHIPS	3,000
PLANNED PARENTHOOD 206 EAST STATE ST COLUMBUS, OH 43215	NONE	PC	EDUCATIONAL PROGRAMS	4,000
RAINBOW BABIES & CHILDREN'S HOSPITAL 11100 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	MEDICAL RESEARCH	5,000
SALVATION ARMY OF CLEVELAND 2507 EAST 22ND STREET CLEVELAND, OH 44115	NONE	PC	AID TO NEEDY	5,000
THERAPEUTIC RIDING CENTER 16497 SNYDER RD CHAGRIN FALLS, OH 44023	NONE	PC	RIDING THERAPY	5,000
UNITED CEREBRAL PALSY 10011 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	MEDICAL RESEARCH	2,000
VISITING NURSE ASSOCIATION 2500 EAST 22ND ST CLEVELAND, OH 44115	NONE	PC	AID TO NEEDY	5,000
VOCATIONAL GUIDANCE SERVICES 2239 EAST 55TH ST CLEVELAND, OH 44103	NONE	PC	EDUCATIONAL SUPPORT	3,000
EFFECTIVE LEADERSHIP ACADEMY 4480 RICHMOND ROAD WARRENSVILLE HTS, OH 44128	NONE	PC	EDUCATIONAL OUTREACH	1,000
CLEVELAND METROPARKS 4101 FULTON PARKWAY CLEVELAND, OH 44140	NONE	PC	NATURE PRESERVATION	4,000
Total				207,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FAMILY PROMISE OF GREATER CLEVELAND 2592 WEST 14TH STREET CLEVELAND, OH 44113	NONE	PC	AID TO HOMELESS	2,000
GATHERING PLACE 23300 COMMERCE PARK DRIVE CLEVELAND, OH 44122	NONE	PC	AID TO CANCER VICTIMS	1,000
HALE FARM & VILLAGE 10825 EAST BLVD CLEVELAND, OH 44106	NONE	PC	HISTORICAL PRESERVATION	1,000
HATTIE LARLHAM FOUNDATION 7996 DARROW ROAD TWINSBURG, OH 44087	NONE	PC	EDUCATIONAL SUPPORT	3,000
HOSPICE OF THE WESTERN RESERVE 300 EAST 185TH STREET CLEVELAND, OH 44119	NONE	PC	AID TO TERMINALLY ILL	5,000
CREATIVE EDUCATION INSTITUTE 120 NORTH MAIN STREET CHAGRIN FALLS, OH 44022	NONE	PC	LITERACY EDUCATION	3,000
CLEVELAND SCHOOL OF THE ARTS 10825 EAST BLVD CLEVELAND, OH 44106	NONE	PC	EDUCATIONAL SUPPORT	2,000
YOUTH OPPORTUNITIES UNLIMITED 1361 EUCLID AVE CLEVELAND, OH 44115	NONE	PC	AID TO NEEDY CHILDREN	2,000
PROVIDENCE HOUSE 2037 WEST 32ND STREET CLEVELAND, OH 44113	NONE	PC	AID TO NEEDY	4,000
WVIZIDEASTREAM 1375 EUCLID AVE CLEVELAND, OH 44115	NONE	PC	PUBLIC TV SUPPORT	2,000
ESPERANZA 3104 WEST 25TH STREET CLEVELAND, OH 44109	NONE	PC	CULTURAL DIVERSITY	3,000
THE FISHING FOUNDATION 129 THE MALL BEREA, OH 44017	NONE	PC	CONSERVATION	1,000
LUTHERAN METROPOLITAN MINISTRY 4515 SUPERIOR AVE CLEVELAND, OH 44103	NONE	PC	RELIGIOUS SUPPORT	3,000
MEDWORKS 19910 MALVERN ROAD SHAKER HTS, OH 44122	NONE	PC	MEDICAL AID TO POOR	2,000
A KID AGAIN 9347 RAVENNA RD UNIT D TWINSBURG, OH 44087	NONE		AID TO CHILDREN WITH ILLNESSES	2,000
Total				207,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GOODRICH-GANNETT NEIGHBORHOOD CENTER 1368 EAST 55TH STREET CLEVELAND, OH 44103	NONE		COMMUNITY OUTREACH	3,000
CLEVELAND ANIMAL PROTECTIVE LEAGUE 1729 WILLEY AVE CLEVELAND, OH 44113	NONE		FOSTERING ANIMAL ADOPTION	4,000
CLEVELAND MUSEUM OF ART 11150 EAST BLVD CLEVELAND, OH 44106	NONE		ART EDUCATION	2,000
EMERALD DEVELOPMENT & ECONOMIC NETWORK 7812 MADISON AVE CLEVELAND, OH 44102	NONE		AFFORDABLE HOUSING ADVOCATE	3,000
HAPPY TRAILS FARM ANIMAL SANCTUARY 5623 NEW MILFORD RD RAVENNA, OH 44266	NONE		ANIMAL RESCUE	1,000
LIFE ACT 29425 CHAGRIN BLVD 203 CLEVELAND, OH 44122	NONE		SUICIDE PREVENTION	3,000
MONTESORI DEVELOPMENT PARTNERS 13693 BUTTERNUT RD BURTON, OH 44021	NONE		EDUCATION	3,000
SEEDS OF LITERACY 3104 W 25TH ST CLEVELAND, OH 44109	NONE		PROMOTE LITERACY	3,000
LITTLEST HEROES 32000 AURORA RD SOLON, OH 44139	NONE		AID TO ILL CHILDREN	1,000
INVENT NOW 3701 HIGHLAND PARK CANTON, OH 44720	NONE	PC	PROMOTE INNOVATION	1,000
LAKE ERIE NATURE & SCIENCE CENTER 28728 WOLF ROAD BAY VILLAGE, OH 44140	NONE	PC	ENVIRONMENTAL PRESERVATION	2,000
NEWBRIDGE CLEVELAND CENTER 3634 EUCLID AVE 100 CLEVELAND, OH 44115	NONE	PC	COMMUNITY OUTREACH	2,000
SHOES & CLOTHES FOR KIDS 3500 LORAIN AVE CLEVELAND, OH 44113	NONE	PC	AID TO NEEDY	2,000
STELLA MARIS 1302 WASHINGTON AVE CLEVELAND, OH 44113	NONE	PC	SUBSTANCE ABUSE PROGRAMS	3,000
ST MARTIN DE PORRES 1100 EAST 63RD STREET CLEVELAND, OH 44115	NONE	PC	EDUCATIONAL SCHOLARSHIPS	4,000
Total ►				207,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WEST CREEK CONSERVANCY 194 ROUTE 9 WEST CREEK, NJ 08092	NONE	PC	ENVIRONMANTAL PRESERVATION	2,000
WESTERN RESERVE HISTORICAL SOCIETY 10825 EAST BLVD CLEVELAND, OH 44106	NONE	PC	HISTORICAL PRESERVATION	2,000
YOUTH CHALLENGE 800 SHARON DRIVE WESTLAKE, OH 44145	NONE	PC	YOUTH EDUCATION	1,000
Total			►	207,000
3a				

TY 2016 Accounting Fees Schedule

Name: THE SK WELLMAN FOUNDATION**EIN:** 34-6520032

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	38,150	16,050	16,050	32,100

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

TY 2016 Depreciation Schedule

Name: THE SK WELLMAN FOUNDATION

EIN: 34-6520032

TY 2016 Investments Corporate Bonds Schedule**Name:** THE SK WELLMAN FOUNDATION**EIN:** 34-6520032

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN EXPRESS BOND	0	0
JP MORGAN BOND	49,642	51,250
PRAXAIR BOND	49,250	49,866
MFB NORTHERN HIGH YIELD	137,389	137,653
MFC FLEXSHARES DISCIPLINED	659,539	640,794
MFO BLACKROCK FDS HIGH YIELD	100,990	101,694
ORACLE CORP	49,993	49,729

TY 2016 Investments Corporate Stock Schedule

Name: THE SK WELLMAN FOUNDATION
EIN: 34-6520032

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALPHA LEVEL	4,239	4,408
ALIGN TECHNOLOGY	33,420	39,221
ASPEN PHARMACARE	3,827	3,608
BAYER AG	16,302	16,268
ACCENTURE PLC	48,909	67,350
ISHARES RUSSELL 2000 FUND	56,069	143,615
BBA AVIATION	2,010	2,351
CHECK POINT SOFTWARE	6,650	7,264
ISHARES MSCI EAFE FUND	48,466	54,844
ISHARES RUSSELL MIDCAP FUND	91,204	242,355
DOLLAR GENERAL CORP	46,013	41,991
GROUPO TELEVISA	3,700	2,883
HSBC HOLDINGS	5,517	5,264
KUBOTA	4,314	4,124
APPLE, INC.	0	0
PARK24 CO LTD	4,845	4,788
ROYAL DUTCH SHELL PLC	11,436	14,377
SHIRE PLC	4,040	3,919
TENARIS SA SPONSORED	3,988	5,392
VISA INC	96,391	98,539
ORACLE	52,778	59,521
CELGENE CORP	44,747	71,997
STARBUCKS	72,164	75,618
NIKE	84,504	75,556
PRICELINE	51,875	58,642
MASTERCARD	26,142	27,155
ABBOT LABORATORIES	0	0
ABOBE SYS INC	53,802	62,079
AIA GROUP	15,685	14,268
AIR LIQUIDE	11,136	9,674

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLIANZ SE ADR	10,865	10,613
ALPHABET INC	127,256	146,670
ANHEUSER BUSCH	0	0
ARM HOLDINGS	0	0
ATLAS COPCO	6,250	7,146
AUTOMATIC DATA PROCESSING	72,805	84,363
BAIDU INC	17,171	14,797
BANCO BILBOA VIZCAYA	12,037	10,920
BAYERISCHE MOTOREN WERKE	8,430	7,597
BG PLC ADR FINAL SETTLEMENT	0	0
BUNGE LTD	8,682	8,813
CANADIAN NATIONAL RY CO	8,374	9,571
COLOPLAST A/S	0	0
CSL LTD	6,101	6,601
DASSAULT SYS	16,167	15,509
DBS GROUP HOLDINGS	7,418	7,400
FACEBOOK INC	76,299	81,801
FANUC CORP	14,051	13,836
FASTENAL CO	0	0
FRESENIUS MEDICAL CARE	9,686	9,202
FUCHS PETROLUB SE	5,198	4,749
GARTNER INC	43,470	48,514
GRIFOLS SA	3,983	3,632
ICIC BK LTD	4,316	4,149
IMPERIAL OIL LTD	0	0
ITAU UNIBANCO HOLDINGS	4,396	6,672
JGC CORP	4,540	5,211
KONE OYJ	0	0
L'OREAL CO	10,837	10,959
LINDE AG	5,823	5,783

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LVMH MOET HENNESSY	4,740	4,939
MITSUBISHI ESTATE LTD	4,304	4,145
MONOTARO CO LTD	4,190	3,382
MTN GROUP LTD	0	0
NASPERS LTD	8,076	9,211
NESTLE	15,233	14,563
NESTLE A	57,168	53,590
NOVO-NORDISK	0	0
O REILLY AUTOMOTIVE	55,226	55,682
REGENERON PHARMA	95,227	70,848
ROCHE HOLDINGS	17,784	15,206
SANDS CHINA LTD	0	0
SAP SE	12,443	13,656
SASOL LTD	4,205	3,831
SCHLUMBERGER LTD	9,263	9,906
SONOVA HOLDINGS	4,627	4,147
SVENSKA HANDELSBANKEN	0	0
SYMRISE AG	5,244	4,842
SYSMEX CORP	7,790	7,453
TAIWAN SEMICONDUCTOR MFG CO	10,965	13,829
TJX COS INC	63,671	65,213
TURKIYE GARANTI BANKASI	4,372	3,311
UNICHARM CORP	0	0
UNILEVER PLC	6,713	6,309
WPP PLC	12,253	12,062
MFB NORTHERN FDS GLOBAL R/E	237,883	234,485
MFB NORTHERN FUNDS EMERGING	47,386	47,940
MFB NORTHERN INTL EQUITY INDEX	261,303	241,837
MFC FLEXSHARES TR MORNINGSTAR	94,554	96,537
MFC FLEXSHARES TR STOXX GLOBAL	82,441	82,213

	Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFO DFA INVT DIMENSIONS		94,928	96,882

TY 2016 Other Assets Schedule

Name: THE SK WELLMAN FOUNDATION**EIN:** 34-6520032

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE			

TY 2016 Other Expenses Schedule

Name: THE SK WELLMAN FOUNDATION
EIN: 34-6520032

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OHIO FEE	200			200

TY 2016 Other Professional Fees Schedule

Name: THE SK WELLMAN FOUNDATION

EIN: 34-6520032

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NORTHERN TRUST CUSTODIAL FEES	30,241	30,241	30,241	
NORTHERN TRUST INVESTMENT MGMT	13,606	13,606	13,606	

TY 2016 Taxes Schedule

Name: THE SK WELLMAN FOUNDATION**EIN:** 34-6520032

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	5,669	5,669	5,669	5,669
FOREIGN TAXES	3,016	3,016	3,016	