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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 separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: JIM GILMORE JR FOUNDATION

A Employer identification number: 36-3584018

Number and street (or P O box number if mail is not delivered to street address): 162 E MICHIGAN AVE.

Room/suite:

B Telephone number (see instructions): 269-381-3490

City or town, state or province, country, and ZIP or foreign postal code: KALAMAZOO MI 49007

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 12,666,299

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	166	166		
	4	Dividends and interest from securities	119,878	119,878		
	5a	Gross rents	1,470,264	1,470,264		
	b	Net rental income or (loss) 346,323				
	6a	Net gain or (loss) from sale of assets not on line 10	-95,727			
	b	Gross sales price for all assets on line 6a 2,411,543				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) STMT 1	111,180	91,085		
	12	**Total.** Add lines 1 through 11	1,605,761	1,681,393	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	195,462	71,239		124,223
	14	Other employee salaries and wages	166,265	130,949		35,316
	15	Pension plans, employee benefits	60,475	35,627		24,848
	16a	Legal fees (attach schedule) SEE STMT 2	73,960	59,364		14,596
	b	Accounting fees (attach schedule) STMT 3	2,300	1,150		1,150
	c	Other professional fees (attach schedule) STMT 4	93,603	92,549		1,054
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	234,729	227,396		5,099
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	17,371	10,422		6,949
	21	Travel, conferences, and meetings	3,342	3,342		
	22	Printing and publications				
	23	Other expenses (att sch) STMT 6	846,932	825,941		7,608
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,694,439	1,457,979	0	220,843
	25	Contributions, gifts, grants paid	507,877			507,877
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,202,316	1,457,979	0	728,720
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-596,555			
	b	**Net investment income** (if negative, enter -0-)		223,414		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

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				Beginning of year	End of year	
Part II		**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		26,948	81,782	81,782
	3	Accounts receivable ▶	5,815			
		Less allowance for doubtful accounts ▶		17,789	5,815	5,815
	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 (att schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		182,433	156,532	156,532
	10a	Investments – U S and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule)				
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment basis ▶	6,723,187			
		Less accumulated depreciation (attach sch) ▶ STMT 7	1,010,412	5,682,280	5,712,775	6,148,565
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule) SEE STATEMENT 8		6,582,036	6,273,605	6,273,605
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch) ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)		12,491,486	12,230,509	12,666,299
Liabilities	17	Accounts payable and accrued expenses		178,207	201,686	
	18	Grants payable				
	19	Deferred revenue SEE STATEMENT 9		2,436		
	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)		180,643	201,686	
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				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		12,310,843	12,028,823	
	30	**Total net assets or fund balances** (see instructions)		12,310,843	12,028,823	
	31	***Total liabilities and net assets/fund balances*** (see instructions)		12,491,486	12,230,509	

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	12,310,843
2	Enter amount from Part I, line 27a	2	-596,555
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	314,535
4	Add lines 1, 2, and 3	4	12,028,823
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	12,028,823

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	GLT INVESTMENT SALES LT	P	VARIOUS	VARIOUS
b	GLT INVESTMENT SALES ST	P	VARIOUS	VARIOUS
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	1,870,957		1,953,882	-82,925
b	540,586		553,388	-12,802
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				-82,925
b				-12,802
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** -95,727

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	666,028	12,711,702	0.052395
2014	727,832	13,387,586	0.054366
2013	569,539	12,030,415	0.047342
2012	217,395	10,461,907	0.020780
2011		406	

2	**Total** of line 1, column (d)	2	0.174883
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	0.043721
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	12,177,588
5	Multiply line 4 by line 3	5	532,416
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,234
7	Add lines 5 and 6	7	534,650
8	Enter qualifying distributions from Part XII, line 4	8	728,720

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	2,234
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	2,234
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,234
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	13,318		
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	13,318
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	11,084
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 11,084 **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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		X
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ WWW.JGFDN.ORG

14 The books are in care of ▶ CHRIS SHOOK Telephone no ▶ 269-381-3490

162 E. MICHIGAN AVE.

Located at ▶ KALAMAZOO MI ZIP+4 ▶ 49007

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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	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		X
	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? N/A	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) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 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)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

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

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

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11				

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUE BROCKELBANK KALAMAZOO 162 E MICHIGAN AVE MI 49007	CONTROLLER	70,633	7,818	0

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
LENNON, MILLER, ETAL KALAMAZOO 151 S ROSE ST MI 49007	LEGAL	59,364

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

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	5,985,110
b	Average of monthly cash balances			1b	500,923
c	Fair market value of all other assets (see instructions)			1c	5,877,000
d	**Total** (add lines 1a, b, and c)			1d	12,363,033
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	12,363,033
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)			4	185,445
5	**Net value of noncharitable-use assets.** *Subtract line 4 from line 3 Enter here and on Part V, line 4*			5	12,177,588
6	**Minimum investment return.** Enter 5% of line 5			6	608,879

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	608,879
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,234		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,234
3	Distributable amount before adjustments Subtract line 2c from line 1			3	606,645
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	606,645
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	606,645

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	728,720
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test *(attach the required schedule)*	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	728,720
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	2,234
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	726,486

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				606,645
2	Undistributed income, if any, as of the end of 2016				
a	Enter amount for 2015 only			203,041	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2016				
a	From 2011				
b	From 2012				
c	From 2013				
d	From 2014				
e	From 2015				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 728,720				
a	Applied to 2015, but not more than line 2a			203,041	
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				525,679
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount – see instructions				
e	Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount – see instructions				
f	Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				80,966
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2012				
b	Excess from 2013				
c	Excess from 2014				
d	Excess from 2015				
e	Excess from 2016				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

CHRIS SHOOK 269-381-3490
162 EAST MICHIGAN AVE KALAMAZOO MI 49007

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

SEE ATTACHED

c Any submission deadlines

SEE ATTACHED.

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

SEE STATEMENT 12

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 STATEMENT 13				507,877
Total			▶ 3a	507,877
b *Approved for future payment*				
SEE STATEMENT 14				351,668
Total			▶ 3b	351,668

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	166	
4 Dividends and interest from securities			14	119,878	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	346,323	
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	-95,727	
9 Net income or (loss) from special events			25	13,684	
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b MISCELLANEOUS INCOME			16	91,085	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		475,409	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 475,409

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

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

Signature of officer or trustee	Date	Title
	10/10/2017	PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
RHONDA L. NEWMAN	RHONDA L. NEWMAN	09/13/17	

Firm's name ▶	JANSEN VALK THOMPSON & REAHM PC	PTIN	
Firm's address ▶	7171 STADIUM DR KALAMAZOO, MI 49009-4943	Firm's EIN ▶	
		Phone no	269-381-7600

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
GOLF OUTING	$ 20,095	$	$
MISCELLANEOUS INCOME	91,085	91,085	
TOTAL	$ 111,180	$ 91,085	$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES-FDN	$ 14,596	$	$	$ 14,596
155 W MICHIGAN AVE	56,284	56,284		
151 S ROSE ST	1,130	1,130		
MICHIGAN BLDG	1,950	1,950		
TOTAL	$ 73,960	$ 59,364	$ 0	$ 14,596

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTANT FEES	$ 2,300	$ 1,150	$	$ 1,150
TOTAL	$ 2,300	$ 1,150	$ 0	$ 1,150

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PAYROLL PROCESSING FEES	$ 1,034	$	$	$ 1,034
INVEST MGMT FEES	49,103	49,103		
OTHER	618	598		20
155 W MICHIGAN AVE	850	850		
124 S KALAMAZOO MALL	850	850		
151 S ROSE ST	38,648	38,648		
1122 PORTAGE RD	1,600	1,600		
MICHIGAN BLDG	900	900		
TOTAL	$ 93,603	$ 92,549	$ 0	$ 1,054

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX	$ 2,234	$	$	$
PROPERTY TAX-FDN PORTION	12,747	7,648		5,099
FOREIGN TAXES	1,731	1,731		
155 W MICHIGAN AVE	12,627	12,627		
124 S KALAMAZOO MALL	6,081	6,081		
151 S ROSE ST	177,514	177,514		
1122 PORTAGE RD	5,774	5,774		
MICHIGAN BLDG	16,021	16,021		
TOTAL	$ 234,729	$ 227,396	$ 0	$ 5,099

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
GOLF OUTING				
OTHER EXPENSES	6,411			

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
155 W MICHIGAN AVE	$	$	$	$
INSURANCE	540	540		
UTILITIES	955	955		
REPAIRS & MAINTENANCE	5,245	5,245		
124 S KALAMAZOO MALL				
INSURANCE	692	692		
REPAIRS & MAINTENANCE	425	425		
INVESTMENT DEPRECIATION	2,298	2,298		
151 S ROSE ST				
TELEPHONE	4,236	4,236		
SUPPLIES	23,146	23,146		
CONTRACT SERVICES	144,467	144,467		
ADVERTISING	8,411	8,411		
INSURANCE	24,092	24,092		
REPAIRS & MAINTENANCE	86,582	86,582		
UTILITIES	318,772	318,772		
INVESTMENT DEPRECIATION	137,767	137,767		
1122 PORTAGE RD				
INSURANCE	1,258	1,258		
REPAIRS & MAINTENANCE	2,234	2,234		
UTILITIES	7,885	7,885		
CONTRACT SERVICES	1,641	1,641		
INVESTMENT DEPRECIATION	2,822	2,822		
MICHIGAN BLDG				
REPAIRS & MAINTENANCE	5,608	5,608		
UTILITIES	14,405	14,405		
SUPPLIES	61	61		
CONTRACT SERVICES	1,759	1,759		
ADVERTISING	8,411	8,411		
EXPENSES				
WORKERS COMP INSURANCE	7,970	4,782		3,188
MISCELLANEOUS	225			225

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
OFFICE	$ 2,661	$ 2,661	$	$
INSURANCE	5,232	2,914		2,318
TELEPHONE	4,236	2,359		1,877
OTHER RENTAL	750	750		
INVESTMENT DEPRECIATION	15,735	8,763		
TOTAL	$ 846,932	$ 825,941	$ 0	$ 7,608

Statement 7 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
124 S KALAMAZOO MALL-BLDG	$ 46,530	$ 58,300	$ 14,069	$ 54,750
151 S ROSE ST-IMPROVEMENTS	77,205	186,487	19,503	186,487
151 S ROSE ST-BLDG	4,032,478	4,527,023	618,050	3,930,220
MICHIGAN AVE-BLDG	346,215	677,757	347,278	762,000
1122 PORTAGE ST-BLDG	101,377	110,067	11,512	114,390
LAND-155 W MICHIGAN	400,000	400,000		360,000
LAND-124 S KALAMAZOO MALL	88,895	88,895		95,250
LAND-151 S ROSE ST	300,000	300,000		259,780
LAND-MICHIGAN AVE	211,580	211,580		238,000
LAND-1122 PORTAGE ST	39,000	39,000		40,610
LAND-1138 PORTAGE ST	39,000	39,000		22,000
WORK IN PROCESS		85,078		85,078
TOTAL	$ 5,682,280	$ 6,723,187	$ 1,010,412	$ 6,148,565

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GCG PORTAGE, LLC	$ 137,572	$ 166,290	MARKET	$ 166,290
GREENLEAF TRUST	6,444,464	6,107,315	MARKET	6,107,315
TOTAL	$ 6,582,036	$ 6,273,605		$ 6,273,605

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 19 - Deferred Revenue

Description	Beginning of Year	End of Year
DEFERRED RENTAL REVENUE	$ 2,436	$
TOTAL	$ 2,436	$ 0

Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAINS ON INVESTMENTS	$ 314,535
TOTAL	$ 314,535

Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
CASE HOOGENDOORN 122 S. MICHIGAN AVENUE, SUITE 1220 CHICAGO IL 60603	SECRETARY/TR	0.00	0	0	0
ELIZABETH GILMORE BYSTRYCKI 1191 108TH AVE OTSEGO MI 49078-8701	DIRECTOR	0.00	0	0	0
RUTH GILMORE LANGS 113 NAUTILUS DRIVE ISLAMORADA FL 33036	DIRECTOR	0.00	0	0	0
CHRISTOPHER SHOOK 162 E MICHIGAN AVE KALAMAZOO MI 49007	PRESIDENT	0.00	177,462	12,932	0
GEORGE LENNON 151 S ROSE ST, STE 900 KALAMAZOO MI 49007	DIRECTOR	0.00	18,000	0	0
MARIETTE LEMIEUX 1051 DOGWOOD DR PORTAGE MI 49024	CHAIR	0.00	0	0	0

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
SEE ATTACHED

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
SEE ATTACHED.

Statement 12 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
FOR PUBLIC AND CHARITABLE CAUSES PRIMARILY WITHIN THE COMMUNITY OF KALAMAZOO, MICHIGAN, WITH PARTICULAR EMPHASIS ON THE IMPROVEMENT OF DOWNTOWN KALAMAZOO.

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name Address	Relationship	Address Status	Purpose	Amount
ARTS COUNCIL OF GREATER KALAMAZOO KALAMAZOO MI 49007	NONE	359 S KALAMAZOO MALL PUBLIC	LINCOLN PROJECT	5,000
BONEFISH & TARPON UNLIMITED OXFORD MS 38655	NONE	105 EDGEWOOD BLVD PUBLIC	OPERATIONS	5,000
BORGESS FOUNDATION KALAMAZOO MI 49048	NONE	1521 GULL RD PUBLIC	PROGRAMS	2,500
BRIGHT PROMISE FUND FOR CHICAGO IL 60605	NONE	1550 S STATE STE 107 PUBLIC	OPERATIONS	6,000
BRONSON HEALTH FOUNDATION KALAMAZOO MI 49007	NONE	301 JOHN ST, BOX C PUBLIC	PROGRAMS	5,000
CATHOLIC SCHOOLS OF GRTR KALAMAZOO KALAMAZOO MI 49008	NONE	1000 W KILGORE RD PUBLIC	OPERATIONS	10,500
CENTER FOR PUBLIC JUSTICE WASHINGTON DC 20005	NONE	1115 MASSACHUSETTS AVE PUBLIC	OPERATIONS	12,000
CHILDREN'S CENTER OF WAYNE COUNTY DETROIT MI 48201	NONE	79 W ALEXANDRINE ST PUBLIC	OPERATIONS	13,000
COMMUNITY HEALING CENTERS KALAMAZOO MI 49008	NONE	2615 STADIUM DR PUBLIC	OPERATIONS	54,810
DOWNTOWN KALAMAZOO INC. KALAMAZOO MI 49007	NONE	141 E MICH AVE STE 501 PUBLIC	PROJECTS	5,000
ETERNAL WORD TELEVISION NETWORK IRONDALE AL 35210	NONE	5817 OLD LEEDS RD PUBLIC	OPERATIONS	500
FAMILY & CHILDREN SERVICES KALAMAZOO MI 49001	NONE	1608 LAKE ST PUBLIC	CAPITAL CAMPAIGN	50,000
HOSPITAL HOSPITALITY HOUSE KALAMAZOO MI 49007	NONE	527 W SOUTH ST PUBLIC	CAPITAL CAMPAIGN	50,000
INTERCAMBIO UNITING COMMUNITIES BOULDER CO 80301	NONE	4735 WALNUT ST #B PUBLIC	OPERATIONS	3,000
INTERNATIONAL RESCUE COMMITTEE ALBERT LEA MN 56007	NONE	PO BOX 6068 PUBLIC	OPERATIONS	3,000
JUNIOR ACHIEVEMENT OF SW MI SPRINGFIELD MI 49037	NONE	2775 W DICKMAN RD PUBLIC	OPERATIONS	2,500
KALAMAZOO CIVIC THEATRE KALAMAZOO MI 49007	NONE	329 S PARK ST PUBLIC	CAPITAL CAMPAIGN	16,666

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name Address	Relationship	Address Status	Purpose	Amount
KALAMAZOO COMMUNITY FOUNDATION KALAMAZOO MI 49007	NONE	402 E MICHIGAN AVE PUBLIC	O'CONNOR FUND FOR HISTORIC PRESERV.	16,668
KALAMAZOO COMMUNITY FOUNDATION KALAMAZOO MI 49007	NONE	402 E MICHIGAN AVE PUBLIC	BRONSON PARK 21ST CENTURY FUND	25,000
KALAMAZOO IN BLOOM KALAMAZOO MI 49019	NONE	PO BOX 20178 PUBLIC	BRONSON PARK PLANTING	6,000
KALAMAZOO NEIGHBORHOOD HOUSING KALAMAZOO MI 49001	NONE	1219 S PARK ST. PUBLIC	823 OAK GRANT	20,000
KALAMAZOO VALLEY COMMUNITY COLLEGE KALAMAZOO MI 49009	NONE	6767 W O AVE PUBLIC	CAPITAL CAMPAIGN	33,333
KIDS WITHOUT CANCER DETROIT MI 48232	NONE	PO BOX 32783 PUBLIC	OPERATIONS	1,000
LAKESIDE FOR CHILDREN KALAMAZOO MI 49008	NONE	3921 OAKLAND DR PUBLIC	CAPITAL CAMPAIGN	30,000
MINISTRY WITH COMMUNITY KALAMAZOO MI 49007	NONE	440 N CHURCH ST PUBLIC	CAPITAL CAMPAIGN	50,200
MORADA WAY ARTS & CULTURAL DIST ISLAMORADA FL 33036	NONE	151 MORADA WAY PUBLIC	OPERATIONS	5,000
SAINT JOSEPH CATHOLIC CHURCH KALAMAZOO MI 49001	NONE	936 LAKE ST PUBLIC	OPERATIONS	2,000
SPECIAL DAYS CAMPS ANN ARBOR MI 48103	NONE	2232 S MAIN ST #161 PUBLIC	OPERATIONS	12,700
THE CENTER FOR MICHIGAN ANN ARBOR MI 48105	NONE	4100 N DIXBORO RD PUBLIC	OPERATIONS	16,000
THE RESOURCE CENTER KALAMAZOO MI 49008	NONE	729 PIONEER ST, #102 PUBLIC	OPERATIONS	1,500
THE UNIVERSITY OF MICHIGAN LAW SCHL ANN ARBOR MI 48109	NONE	625 S STATE ST PUBLIC	OPERATIONS	5,000
WELLSPRING-CORI TERRY & DANCERS KALAMAZOO MI 49007	NONE	359 S KALAMAZOO MALL PUBLIC	FLOORING	7,000
YMCA OF GREATER KALAMAZOO KALAMAZOO MI 49008	NONE	1001 W MAPLE ST PUBLIC	CAPITAL CAMPAIGN	30,000
YWCA KALAMAZOO KALAMAZOO MI 49007	NONE	353 E MICHIGAN AVE PUBLIC	PROGRAMS	2,000

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name Address	Address Relationship	Status	Purpose	Amount
TOTAL				507,877

Statement 14 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt

Name Address	Address Relationship	Status	Purpose	Amount
ARTS COUNCIL OF GREATER KALAMAZOO KALAMAZOO MI 49007	359 S KALAMAZOO MALL NONE	PUBLIC	LINCOLN PROJECT	10,000
BRONSON HEALTH FOUNDATION KALAMAZOO MI 49007	301 JOHN ST, BOX C NONE	PUBLIC	PROGRAMS	5,000
FAMILY & CHILDREN SERVICES KALAMAZOO MI 49001	1608 LAKE ST NONE	PUBLIC	CAPITAL CAMPAIGN	50,000
HOSPITAL HOSPITALITY HOUSE KALAMAZOO MI 49007	527 W SOUTH ST NONE	PUBLIC	CAPITAL CAMPAIGN	50,000
KALAMAZOO CIVIC THEATRE KALAMAZOO MI 49007	329 S PARK ST NONE	PUBLIC	CAPITAL CAMPAIGN	33,334
KALAMAZOO COMMUNITY FOUNDATION KALAMAZOO MI 49007	402 E MICHIGAN AVE NONE	PUBLIC	BRONSON PARK 21ST CENTURY FUND	50,000
KALAMAZOO VALLEY COMMUNITY COLLEGE KALAMAZOO MI 49009	6767 W O AVE NONE	PUBLIC	CAPITAL CAMPAIGN	33,334
LAKESIDE FOR CHILDREN KALAMAZOO MI 49008	3921 OAKLAND DR NONE	PUBLIC	CAPITAL CAMPAIGN	60,000
YMCA OF GREATER KALAMAZOO KALAMAZOO MI 49008	1001 W MAPLE ST NONE	PUBLIC	CAPITAL CAMPAIGN	60,000
TOTAL				351,668

Portfolio Holdings

Description Cusip	Ticker	Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Equities								
Common Stock								
3M Company		178.57	350.000	62,499.50	58,936 40	3,563.10	2.49	1.02
88579Y101	MMM			1,554 00				
AFLAC Inc		69.60	650.000	45,240 00	40,375.73	4,864.27	2.47	0.74
001055102	AFL			1,118 00				
Alphabet Inc. Cl C		771.82	85 000	65,604 70	65,404.91	199.79	0 00	1 07
02079K107	GOOG			0 00				
Ambarella Inc		54.13	800 000	43,304 00	48,393 92	(5,089.92)	0 00	0.71
G037AX101	AMBA			0.00				
Amdocs Ltd		58.25	395.000	23,008 75	22,337.88	670.87	1 34	0.38
G02602103	DOX			308.10				
American Electric Power Co Inc		62.96	650.000	40,924 00	37,511 11	3,412.89	3.75	0 67
025537101	AEP			1,534 00				
AmerisourceBergen Corp		78.19	325 000	25,411.75	29,871.01	(4,459.26)	1.87	0.42
03073E105	ABC			474 50				
Anheuser Busch Inbev AS ADR		105.44	245 000	25,832 80	29,191.75	(3,358.95)	3.03	0 42
03524A108	BUD			783.01				

Portfolio Holdings

Description Cusip	Ticker	Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Ansys Inc		92.49	500.000	46,245.00	42,465.12	3,779.88	0.00	0.76
03662Q105	ANSS			0.00				
Apple Inc		115.82	550 000	63,701.00	34,390.50	29,310.50	1.97	1.04
037833100	AAPL			1,254.00				
Celgene Corporation		115.75	445 000	51,508 75	30,808.30	20,700.45	0.00	0.84
151020104	CELG			0 00				
Check Point Software Technologies		84 46	540 000	45,608.40	42,965.06	2,643.34	0 00	0.75
M22465104	CHKP			0.00				
Chubb Limited		132.12	375 000	49,545 00	36,886.57	12,658.43	2 09	0.81
H1467J104	CB			1,035.00				
Citigroup Inc		59.43	700.000	41,601 00	39,085 64	2,515.36	1 08	0.68
172967424	C			448 00				
Cognizant Technology Solutions Corp		56.03	735 000	41,182 05	40,428 14	753.91	0.00	0.67
192446102	CTSH			0 00				
Colgate-Palmolive Co		65 44	835 000	54,642 40	57,260 88	(2,618 48)	2.38	0 89
194162103	CL			1,302.60				
Danaher Corp		77.84	600.000	46,704 00	40,385.48	6,318.52	0.64	0.76
235851102	DHR			300 00				

Portfolio Holdings

Description Cusip	Ticker	Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Edwards Lifesciences Corp		93.70	475.000	44,507.50	37,200.53	7,306.97	0.00	0.73
28176E108	EW			0.00				
Gilead Sciences Inc		71.61	850 000	60,868.50	85,783.45	(24,914.95)	2.63	1.00
375558103	GILD			1,598.00				
Hershey Co		103.43	425 000	43,957 75	36,138 18	7,819.57	2 39	0 72
427866108	HSY			1,050 60				
Honeywell International Inc		115.85	700 000	81,095.00	69,330 36	11,764.64	2.30	1.33
438516106	HON			1,862 00				
IAC/InterActiveCorp		64.79	610 000	39,521.90	38,299 46	1,222.44	0 00	0.65
44919P508	IAC			0.00				
Illumina Inc		128.04	355 000	45,454.20	53,206 73	(7,752.53)	0 00	0.74
452327109	ILMN			0.00				
Johnson & Johnson		115 21	195 000	22,465 95	22,171.48	294.47	2.78	0 37
478160104	JNJ			624 00				
Lockheed Martin Corp		249 94	175 000	43,739 50	36,621 51	7,117 99	2.91	0 72
539830109	LMT			1,274 00				
Mead Johnson Nutrition Co		70.76	450.000	31,842.00	36,006.17	(4,164.17)	2.33	0.52
582839106	MJN			742 50				

Portfolio Holdings

Description Cusip	Ticker	Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Merck & Co Inc New		58.87	900.000	52,983.00	49,362.30	3,620.70	3.19	0.87
58933Y105	MRK			1,692.00				
Monsanto Co		105 21	375 000	39,453.75	34,278.26	5,175.49	2.05	0 65
61166W101	MON			810 00				
NextEra Energy Inc		119 46	600 000	71,676 00	68,998.68	2,677.32	2.91	1.17
65339F101	NEE			2,088 00				
Nike Inc Cl B		50 83	775.000	39,393 25	44,267.23	(4,873.98)	1.42	0.65
654106103	NKE			558 00				
Paypal Hldgs Inc		39.47	1,120.000	44,206 40	34,227 68	9,978.72	0.00	0.72
70450Y103	PYPL			0.00				
Pepsico Inc		104.63	655.000	68,532 65	54,253 25	14,279.40	2 88	1.12
713448108	PEP			1,971 55				
Polans Industries Inc		82.39	700 000	57,673 00	73,835 02	(16,162 02)	2.67	0.94
731068102	PII			1,540 00				
Procter & Gamble Co		84 08	900 000	75,672 00	70,536 24	5,135 76	3 19	1 24
742718109	PG			2,410 20				
Roper Technologies, Inc.		183.08	270.000	49,431 60	46,055 36	3,376.24	0 76	0.81
776696106	ROP			378 00				

Portfolio Holdings

Description Cusip	Ticker	Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Salesforce.com Inc.		68.46	425.000	29,095.50	31,997.57	(2,902.07)	0.00	0.48
79466L302	CRM			0.00				
Scripps Networks Interactive Inc		71 37	975.000	69,585 75	71,620.79	(2,035 04)	1.40	1.14
811065101	SNI			975 00				
Sherwin-Williams Company		268 74	300 000	80,622.00	73,260.03	7,361.97	1 25	1 32
824348106	SHW			1,008 00				
Starbucks Corp		55 52	1,100 000	61,072.00	62,896.35	(1,824.35)	1 80	1 00
855244109	SBUX			1,100 00				
Stryker Corp		119.81	625 000	74,881.25	50,842.62	24,038.63	1 42	1.23
863667101	SYK			1,062.50				
Synchrony Finl		36 27	1,300.000	47,151.00	36,093.17	11,057.83	1 43	0.77
87165B103	SYF			676 00				
T Rowe Price Group Inc		75.26	395 000	29,727 70	28,585.44	1,142 26	2.87	0.49
74144T108	TROW			853 20				
US Bancorp		51.37	900 000	46,233 00	39,701 16	6,531 84	2 18	0 76
902973304	USB			1,008.00				
V F Corp		53 35	600 000	32,010 00	38,129 25	(6,119.25)	3.15	0 52
918204108	VFC			1,008.00				

Portfolio Holdings

Description Cusip	Ticker	Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Verizon Communications		53 38	1,400.000	74,732.00	63,551.74	11,180.26	4.33	1.22
92343V104	VZ			3,234.00				
Visa Inc		78.02	570 000	44,471 40	43,244.89	1,226.51	0.85	0.73
92826C839	V			376 20				
Williams-Sonoma Inc		48 39	420 000	20,323.80	23,578.80	(3,255.00)	3.06	0.33
969904101	WSM			621 60				
Common Stock Subtotal				**2,294,942.45**	**2,150,772.10**	**144,170.35**	**1.77**	**37.57**
				40,632.56				
Exchange Traded Fds-Equity								
Energy Select Sector SPDR Fund		75.32	2,100 000	158,172.00	126,900.19	31,271.81	2.26	2 59
81369Y506	XLE			3,573 61				
Ishares Tr S & P Smallcap 600 Index		137 52	485 000	66,697.20	54,932.15	11,765.05	1.22	1 09
464287804	IJR			810 39				
Ishares Tr S&P Midcap 400		165 34	685 000	113,257 90	93,865 55	19,392.35	1.60	1 85
464287507	IJH			1,807.46				
S&P 500 Index Ishares		224.99	3,990.000	897,710.10	805,307.30	92,402.80	2.01	14.70
464287200	IVV			18,047 81				
Exchange Traded Fds-Equity Subtotal				**1,235,837.20**	**1,081,005.19**	**154,832.01**	**1.96**	**20.23**
				24,239.27				

Portfolio Holdings

Description Cusip	Ticker	Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Mutual Fund-Equity-Intl								
American Beacon International Equity Fund 02368A406	AAIEX	17.26	10,923.072	188,532 22 4,727.51	224,780 62	(36,248.40)	2 51	3 09
Delaware Emerging Market 245914817	DEMIX	14.55	13,739.312	199,906.99 1,882 29	223,852.77	(23,945.78)	0.94	3 27
Fidelity Diversified International Fund 315910802	FDIVX	33 30	4,303.812	143,316 94 1,648.36	159,819.05	(16,502 11)	1.15	2 35
Hartford International Opportunities Y 416645885	HAOYX	14.97	6,548.988	98,038.35 1,449.73	100,000.00	(1,961.65)	1.48	1.61
Matthews Pacific Tiger Fund Cl I 577130834	MIPTX	22 90	8,141 372	186,437 42 1,395 51	213,527.04	(27,089 62)	0 75	3.05
Mutual Fund-Equity-Intl Subtotal				816,231.92 11,103.40	921,979.48	(105,747.56)	1.36	13.37
Equities Subtotal				4,347,011.57 75,975.23	4,153,756.77	193,254.80	1.75	71.17
Fixed Income								
Corporate Bonds								
AT&T Inc 1.40 1.400% 12/01/2017 00206RBM3	T17C	99.78	50,000 000	49,890.00 700 00	50,046.94	(156 94)	1.40	0 82

Portfolio Holdings

Description Cusip	Ticker			Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Occidental Pete Corp Del 674599CD5	OXY18	1.500%	02/15/2018	100 09	50,000.000	50,045.45 750.00	50,006.95	38.50	1.50	0.82
Wal-mart Stores Inc 931142DF7	WMT18B	1 125%	04/11/2018	99 77	50,000.000	49,883.60 562.50	49,511.97	371 63	1.13	0 82
Sempra Energy 816851AJ8	SE6118A	6 150%	06/15/2018	105 94	50,000 000	52,971.75 3,075 00	53,103.15	(131 40)	5.80	0 87
CVS Caremark Corp 2.2500% 12 126650CB4	CVS2218	2.250%	12/05/2018	100 88	50,000 000	50,438.25 1,125.00	50,437.67	0.58	2.23	0 83
Pfizer Inc 717081DL4	PFE2119	2 100%	05/15/2019	100.93	50,000.000	50,463 70 1,050.00	50,062.43	401.27	2 08	0.83
Southern Co 842587CL9	SO19	2.150%	09/01/2019	100.01	50,000.000	50,006.00 1,075.00	49,779.37	226.63	2 15	0.82
Cardinal Health Inc 14149YAZ1	CHI2419	2 400%	11/15/2019	100 73	50,000 000	50,364.45 1,200.00	49,772.14	592.31	2.38	0 82
Ecolab Inc 278865AR1	ECL20	2 250%	01/12/2020	99 97	50,000 000	49,985.55 1,125 00	49,751 46	234 09	2.25	0 82
Verizon Communications Inc 92343VCH5	VZ20A	2.625%	02/21/2020	100 96	50,000.000	50,479.70 1,312.50	51,213.78	(734.08)	2.60	0.83

December 01, 2016 To December 31, 2016

Account Name : Jim Gilmore Jr Foundation

Account No : 46950022

Portfolio Holdings

Description Cusip	Ticker			Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
EOG Res Inc 26875PAL5	EOG20A	2.450%	04/01/2020	100.15	50,000 000	50,075.25 1,225.00	50,276 91	(201.66)	2.45	0.82
Duke Energy Indiana Inc 263901AC4	DEI3730	3.750%	07/15/2020	104.93	50,000 000	52,465.40 1,875.00	52,330.48	134.92	3.57	0 86
Wells Fargo Co 3 0000 94974BFR6	WFC21A	3.000%	01/22/2021	101 76	50,000 000	50,879.00 1,500 00	50,686.71	192.29	2.95	0 83
Apple Inc 037833AR1	API2821	2.850%	05/06/2021	102 07	50,000 000	51,037.30 1,425 00	51,280 66	(243.36)	2.79	0.84
Oracle Corp 68389XBA2	ORCL21A	2 800%	07/08/2021	101.92	50,000 000	50,960.10 1,400.00	50,344 65	615.45	2.75	0.83
Dr Pepper Snapple Group Inc 26138EAP4	DPS21	3.200%	11/15/2021	102 44	50,000.000	51,218.80 1,600.00	50,484.88	733.92	3 12	0.84
Comcast Corp New 20030NBD2	CMC3122	3.125%	07/15/2022	102.09	50,000 000	51,045 70 1,562 50	50,624.18	421.52	3.06	0.84
21st Centy Fox Amer Inc 90131HAR6	FOX3022	3 000%	09/15/2022	99 53	50,000 000	49,765 00 1,500.00	48,780 46	984 54	3 01	0 81
Burlington Northn Santa Fe 12189LAR2	BRK B/24	3.750%	04/01/2024	105 13	50,000.000	52,563.30 1,875 00	51,332.60	1,230.70	3.57	0 86

Portfolio Holdings

Description						Market Value/	Cost	Unrealized	Current	Percent
Cusip	Ticker			Price	Quantity	Estimated Inc	Basis	Gain/Loss	Yield	Of Acct
JPMorgan Chase & Co	3 6250	3.625%	05/13/2024	101.72	50,000.000	50,859.35	50,171.02	688.33	3.56	0 83
46625HJX9	JPM24B					1,812.50				
Corporate Bonds Subtotal						**1,015,397.65**	**1,009,998.41**	**5,399.24**	**2.73**	**16.64**
						27,750.00				
Mutual Fund-Fixed Income										
Fidelity Floating Rate High Income				9 64	7,956.392	76,699.62	78,376.96	(1,677.34)	4.05	1.26
315916783	FFRHX					3,102.64				
Templeton Global Bond Fund Advisor Cl				11 96	6,590.273	78,819.67	86,385.66	(7,565.99)	2 58	1.29
880208400	TGBAX					2,033 10				
Mutual Fund-Fixed Income Subtotal						**155,519.29**	**164,762.62**	**(9,243.33)**	**3.30**	**2.55**
						5,135.74				
U S Government Notes & Bonds										
United States Treas Nts		1 125%	04/30/2020	98.62	100,000 000	98,621 10	94,991 09	3,630.01	1.14	1 61
912828VA5	UST1120					1,125 00				
United States Treas Nts		1 375%	01/31/2021	98 40	50,000.000	49,201 15	49,677.59	(476.44)	1.40	0 81
912828N89	USTN1321					687.50				
United States Treas Nts		2.000%	05/31/2021	100.61	25,000.000	25,153 33	25,197.57	(44.24)	1.99	0 41
912828WN6	UST2021					500.00				

Portfolio Holdings

Description Cusip	Ticker			Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
United States Treas Nts		2.000%	02/15/2022	100.16	25,000.000	25,039.05	24,472.72	566.33	2.00	0 41
912828SF8	USTN2022					500.00				
United States Treas Nts		1 750%	05/15/2022	98 53	25,000 000	24,632.80	24,776.06	(143 26)	1.78	0 40
912828SV3	UST1722					437.50				
U S Government Notes & Bonds						**222,647.43**	**219,115.03**	**3,532.40**	**1.46**	**3.64**
						3,250.00				
U S Government Agency Taxable										
Federal Natl Mtg Assn		1.750%	06/20/2019	101.05	50,000.000	50,524.30	49,763.63	760 67	1 73	0.83
3135G0ZE6	FNMA1719					875 00				
U S Government Agency Taxable						**50,524.30**	**49,763.63**	**760.67**	**1.73**	**0.83**
						875.00				
U S Government Agency Exempt										
Federal Home Loan Banks		2 625%	12/10/2021	102 89	50,000 000	51,443 85	50,311 39	1,132.46	2.55	0 84
313376C94	FHLB2621					1,312.50				
U S Government Agency Exempt						**51,443.85**	**50,311.39**	**1,132.46**	**2.55**	**0.84**
						1,312.50				
Fixed Income Subtotal						**1,495,532.52**	**1,493,951.08**	**1,581.44**	**2.56**	**24.50**
						38,323.24				
Cash Equivalents										
Money Market Funds-Taxable										

Portfolio Holdings

Description Cusip	Ticker	Price	Quantity	Market Value/ Estimated Inc	Cost Basis	Unrealized Gain/Loss	Current Yield	Percent Of Acct
Northern Institutional Treasury Portfolio 665279808	NITXX	1.00	264,754 010	264,754.01 26.48	264,754.01	0.00	0.01	4.34
Money Market Funds-Taxable				264,754.01 26.48	264,754.01	0.00	0.01	4.34
Cash Equivalents Subtotal				264,754.01 26.48	264,754.01	0.00	0.01	4.34
Cash Summary								
Principal				0.00	0.00			
Income				16.85	16.85			
Invested Income				0.00	0.00			
* * **Grand Total** * *				6,107,314.95 114,324.95	5,912,478.71	194,836.24	1.87	

LT Gain/Loss Fiscal YTD: 0.00

ST Gain/Loss Fiscal YTD: 0.00