

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.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation FOLEY FAMILY FOUNDATION		A Employer identification number 36-4263312
Number and street (or P.O. box number if mail is not delivered to street address) 930 S. WESTWOOD AVENUE	Room/suite	B Telephone number 630-543-3747
City or town, state or province, country, and ZIP or foreign postal code ADDISON, IL 60101-4917		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 3,354,921.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	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))		(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	0.		N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	36,847.	36,847.		STATEMENT 1
	4 Dividends and interest from securities	32,650.	32,650.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	62,396.			
	b Gross sales price for all assets on line 6a 1,556,499.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-7,388.				STATEMENT 3
12 Total. Add lines 1 through 11	124,505.	124,505.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	2,100.	1,050.		1,050.
	c Other professional fees STMT 5	7,677.	7,677.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	25.	0.		25.
	24 Total operating and administrative expenses. Add lines 13 through 23	9,802.	8,727.		1,075.
	25 Contributions, gifts, grants paid	191,200.			191,200.
26 Total expenses and disbursements. Add lines 24 and 25	201,002.	8,727.		192,275.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-76,497.				
b Net investment income (if negative, enter -0-)		115,778.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	20,354.	62,461.	62,461.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 7	3,207,030.	3,088,426.	3,292,460.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,227,384.	3,150,887.	3,354,921.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	3,227,384.	3,150,887.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	3,227,384.	3,150,887.	
31 Total liabilities and net assets/fund balances	3,227,384.	3,150,887.		

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	3,227,384.
2 Enter amount from Part I, line 27a	2	-76,497.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,150,887.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,150,887.

Form 990-PF (2016)

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			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,556,499.		1,494,103.	62,396.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			62,396.

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	62,396.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	197,344.	3,415,680.	.057776
2014	217,618.	3,737,694.	.058223
2013	214,933.	3,744,749.	.057396
2012	206,266.	3,672,664.	.056163
2011	199,729.	3,558,946.	.056120

2 Total of line 1, column (d)	2	.285678
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	.057136
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,288,268.
5 Multiply line 4 by line 3	5	187,878.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,158.
7 Add lines 5 and 6	7	189,036.
8 Enter qualifying distributions from Part XII, line 4	8	192,275.

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	1,158.
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	1,158.
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	1,158.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,099.	
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	1,099.	
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	59.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2016)

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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► MR. JAMES F. FOLEY Telephone no. ► 630-543-3747 Located at ► 930 S. WESTWOOD AVENUE, ADDISON, IL ZIP+4 ► 60101-4917		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ► b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
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

Form 990-PF (2016)

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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

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?

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?

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES F. FOLEY	PRESIDENT			
930 S. WESTWOOD AVENUE				
ADDISON, IL 601014917	0.00	0.	0.	0.
JEAN I. FOLEY	DIRECTOR			
930 S. WESTWOOD AVENUE				
ADDISON, IL 601014917	0.00	0.	0.	0.
KATHRYN FITCH	DIRECTOR			
930 S. WESTWOOD AVENUE				
ADDISON, IL 601014917	0.00	0.	0.	0.
J. JUSTIN FOLEY	DIRECTOR			
930 S. WESTWOOD AVENUE				
ADDISON, IL 601014917	0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

Form 990-PF (2016)

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	3,264,615.
b	Average of monthly cash balances	1b	73,728.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,338,343.
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	3,338,343.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	50,075.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,288,268.
6	Minimum investment return. Enter 5% of line 5	6	164,413.

Part XI Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(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	164,413.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,158.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,158.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	163,255.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	163,255.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	163,255.

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	192,275.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	192,275.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,158.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	191,117.

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				163,255.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	26,394.			
b From 2012	30,851.			
c From 2013	31,380.			
d From 2014	34,347.			
e From 2015	28,362.			
f Total of lines 3a through e	151,334.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$	192,275.			
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				163,255.
e Remaining amount distributed out of corpus	29,020.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	180,354.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	26,394.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	153,960.			
10 Analysis of line 9:				
a Excess from 2012	30,851.			
b Excess from 2013	31,380.			
c Excess from 2014	34,347.			
d Excess from 2015	28,362.			
e Excess from 2016	29,020.			

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

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

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

Part XV Supplementary Information (continued)

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				
SEE ATTACHED STATEMENT	N/A	PC	SEE ATTACHED STATEMENT	191,200.
SEE ATTACHED STATEMENT				
Total			▶ 3a	191,200.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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. | | |

[illegible]

- 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 instr.)? ☒ Yes ☐ No
	Signature of officer or trustee <i>Jim + Kelly</i>	Date <i>15/10/17</i>	Title PRESIDENT		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	CATHERINE M. KANE	<i>Catherine Kane</i>	05/03/17		P00404366
	Firm's name ▶ CLIFTONLARSONALLEN LLP			Firm's EIN ▶ 41-0746749	
	Firm's address ▶ 1301 W. 22ND ST, STE 1100 OAK BROOK, IL 60523			Phone no. (630) 573-8600	

Form **990-PF** (2016)

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	AQR STYLE PREMIA ALT FD CL R6	P	07/06/16	07/27/16
b	BRIDGEWAY OMNI SM CAP VALUE FD	P	05/08/12	07/06/16
c	BRIDGEWAY OMNI SM CAP VALUE FD	P	05/08/12	07/27/16
d	DFA COMMODITY STRATEGY PORT	P	11/09/10	07/06/16
e	DFA EMERGING MKTS VALUE PORT INSTL	P	05/08/12	07/06/16
f	DFA EMERGING MKTS VALUE PORT INSTL	P	05/08/12	07/27/16
g	DFA INTL SMALL CAP VALUE PORT INSTL	P	05/08/12	07/06/16
h	DFA INTL SMALL CAP VALUE PORT INSTL	P	05/08/12	07/27/16
i	VGRD FTSE ALL WRLD EX US SML CAP ETF	P	05/08/12	01/21/16
j	VGRD FTSE ALL WRLD EX US SML CAP ETF	P	05/08/12	01/21/16
k	VGRD FTSE ALL WRLD EX US SML CAP ETF	P	05/08/12	01/21/16
l	VGRD FTSE ALL WRLD EX US SML CAP ETF	P	05/08/12	07/27/16
m	600,000 US TREASURY TIP 0.125%	P	01/21/16	07/07/16
n	65,000 US TREASURY TIP 3.625%	P	05/19/10	07/07/16
o	72,000 US TREASURY TIP 3.625%	P	06/01/11	07/07/16

(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 5,000.		5,100.	-100.
b 90,000.		68,812.	21,188.
c 55,000.		39,641.	15,359.
d 65,000.		107,671.	-42,671.
e 50,000.		64,453.	-14,453.
f 25,000.		30,064.	-5,064.
g 130,000.		110,180.	19,820.
h 20,000.		15,843.	4,157.
i 24,724.		25,348.	-624.
j 45,323.		46,471.	-1,148.
k 41,186.		42,247.	-1,061.
l 26,496.		23,236.	3,260.
m 636,024.		602,724.	33,300.
n 135,123.		121,499.	13,624.
o 149,677.		138,527.	11,150.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-100.
b			21,188.
c			15,359.
d			-42,671.
e			-14,453.
f			-5,064.
g			19,820.
h			4,157.
i			-624.
j			-1,148.
k			-1,061.
l			3,260.
m			33,300.
n			13,624.
o			11,150.

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

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

3

FOLEY FAMILY FOUNDATION

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 42,000 US TREASURY TIP		P	06/05/09	07/28/16
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 50,577.		52,287.	-1,710.
b 7,369.			7,369.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			-1,710.
b			7,369.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	62,396.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	36,847.	36,847.	
TOTAL TO PART I, LINE 3	36,847.	36,847.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	40,019.	7,369.	32,650.	32,650.	
TO PART I, LINE 4	40,019.	7,369.	32,650.	32,650.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SCHWAB INFLATION INDEX ADJUSTMENT	-7,388.	-7,388.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-7,388.	-7,388.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	2,100.	1,050.		1,050.
TO FORM 990-PF, PG 1, LN 16B	2,100.	1,050.		1,050.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY	7,677.	7,677.		0.	
TO FORM 990-PF, PG 1, LN 16C	7,677.	7,677.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE FILING FEE	15.	0.		15.	
SECRETARY OF STATE	10.	0.		10.	
TO FORM 990-PF, PG 1, LN 23	25.	0.		25.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
SCHWAB UST INFLX IDX 2.0%	COST	0.	0.	
SCHWAB UST INFLX IDX 2.375%	COST	774,422.	746,359.	
SCHWAB UST INFLX IDX 3.625%	COST	0.	0.	
DFA COMMODITY STRATEGIC	COST	101,542.	81,898.	
DFA EMERGING MARKETS	COST	233,182.	226,073.	
DFA INTL SMALL CAP VALUE	COST	192,351.	228,938.	
BRIDWAY OMNI SMALL CAP	COST	347,272.	579,122.	
VANGUARD FTSE ETF	COST	242,300.	256,702.	
SALLIE MAE BANK	COST	49,945.	50,300.	
AQR STYLE PREMIA	COST	329,900.	321,156.	
BANK OF BARODA CD	COST	116,154.	115,031.	
BMW BANK NORTH AM CD	COST	252,980.	248,973.	
DISCOVER BANK CD	COST	151,518.	146,672.	
GOLDMAN SACHS BANK CD	COST	143,840.	139,908.	
SALLIE MAE BANK 2.15% CD	COST	153,020.	151,328.	
TOTAL TO FORM 990-PF, PART II, LINE 13		3,088,426.	3,292,460.	

FOLEY FAMILY FOUNDATION
GRANTS AND DONATIONS PAID IN 2016
12/31/2016

Recipient's Name	Recipient's Address	Relationship to Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
Art Institute of Chicago	111 South Michigan Avenue, Chicago, IL 60603	N/A	Public	Arts	\$100.00
Chicago Botanical Gardens	1000 Lake Cook Road, Glenview, IL 60022	N/A	Public	Arts	\$200.00
Chicago Shakespeare Theatre	Attn: Advancement Office, 800 East Grand Avenue, Chicago, IL 60611	N/A	Public	Arts	\$200.00
Lubliner Center for the Arts	101 W Second St. Michigan City, IN 46360	N/A	Public	Arts	\$200.00
Lifeline Theatre	6912 N Glenwood Ave., Chicago, IL 60626	N/A	Public	Arts	\$200.00
Palm Springs Art Museum	PO Box 2310, 101 Museum Drive, Palm Springs, CA 92262	N/A	Public	Arts	\$100.00
Armeny International	3 Penn Plaza 16th Floor, NY, NY 10001	N/A	Public	Community	\$2,850.00
Angel Flight Central	10 Richards Road, Kansas City, MO 64118	N/A	Public	Community	\$1,000.00
Bonnell Cove Foundation	124 Chestnut Street Camden, ME 04843	N/A	Public	Community	\$100.00
Boys & Girls Club	350 West Van Buren St. Ste 350, Chicago, IL 60607	N/A	Public	Community	\$5,000.00
By the Hand	P O Box 10043 Chicago, IL 60610	N/A	Public	Community	\$550.00
Chicago Abused Women Coalition	1116 N Kedzie #5, Chicago, IL 60651	N/A	Public	Community	\$600.00
Chicago Foundation for Women	140 S Dearborn St, Suite 400, Chicago, IL 60603	N/A	Public	Community	\$2,000.00
Chicago Historical Society	1601 N. Clark St. Chicago, IL 60614	N/A	Public	Community	\$500.00
Common Hope	1400 Energy Park Drive, Suite 23, St. Paul, MN 55108	N/A	Public	Community	\$250.00
Community Health	2811 W Chicago Ave., Chicago, IL 60622	N/A	Public	Community	\$1,000.00
Dolls for Doves	1282 Silver Lane, McKees Rocks, PA 15136	N/A	Public	Community	\$500.00
Easter Seals	1639 W 13th Street, Suite 300, Chicago, IL 60608	N/A	Public	Community	\$2,000.00
Greater Chicago Food Depository	4100 W. Ann Lura Place, Chicago IL 60632	N/A	Public	Community	\$1,500.00
Hour Children	36-11 12th Street, Long Island City, NY 11106	N/A	Public	Community	\$1,000.00
Human Rights Watch	440 N Wells, Suite 200, Chicago, IL 60654	N/A	Public	Community	\$1,000.00
Lincoln Park Zoo	P O Box 14903, Cannon Drive at Fullerton Parkway, Chicago, IL 60614	N/A	Public	Community	\$900.00
Marine Corps Scholarship Foundation	909 N Washington, Suite 400, Alexandria, VA 22314	N/A	Public	Community	\$1,000.00
Encore Music Academy	800 McHenry Avenue, Suite G, Crystal Lake, IL 60014	N/A	Public	Community	\$1,250.00
Miserecorda	6300 N Ridge, Chicago, IL 60650-1017	N/A	Public	Community	\$2,000.00
Newberry Library	60 West Walton Street, Chicago, IL 60610	N/A	Public	Community	\$100.00
North Star Fund	520 Eighth Avenue, Suite 1800, NY, NY 10018	N/A	Public	Community	\$2,350.00
Northwest Bronx Community & Clergy Coalition	109 East 196th Street, Bronx, NY 10468	N/A	Public	Community	\$500.00
Evangelical Free Church of Crystal Lake (Celebrate Recovery)	575 E. Crystal Lake Ave., Crystal Lake, IL 60014	N/A	Public	Community	\$1,250.00
Part of the Solution	2759 Webster Avenue, Bronx, NY 10468	N/A	Public	Community	\$2,900.00
Plymouth Public Library	201 N. Center Street, Plymouth, IN 46593	N/A	Public	Community	\$250.00
Prairie Ridge Fine Arts Boosters	Prairie Ridge High School, 6000 Drexel Drive, Crystal Lake, IL 60012	N/A	Public	Community	\$1,000.00
Reinstate Social Services	335 N. Oakley Blvd., Suite 101, Chicago, IL 60612	N/A	Public	Community	\$1,000.00
RESCU Foundation	2208 N Main St #223, Wheaton, IL 60187	N/A	Public	Community	\$1,000.00
Salvation Army	5040 N Pulaski, Chicago, IL 60630	N/A	Public	Community	\$1,500.00
Sarah's Inn	309 Hamilton St. Oak Park, IL 60304	N/A	Public	Community	\$100.00
Trust for Public Land	101 Montgomery St, Suite 900 San Francisco, CA 94104	N/A	Public	Community	\$1,800.00
WBEZ	848 East Grand Ave., Chicago, IL 60611	N/A	Public	Community	\$500.00
Academy for Urban School Leadership	3400 N. Austin Avenue, Chicago, IL 60634	N/A	Public	Education	\$100,000.00
Chicago Foundation for Education	One N. LaSalle, Suite 1675, Chicago, IL 60602	N/A	Public	Education	\$10,000.00
Christ the King Jesuit College Prep High School	5088 West Jackson Boulevard, Chicago, IL 60644	N/A	Public	Education	\$10,000.00
Golden Apple Foundation	8 S. Michigan Avenue, Suite 700, Chicago, IL 60603-3463	N/A	Public	Education	\$1,000.00
Louis J. Agassiz School	2851 N. Seminary Ave., Chicago, IL 60657	N/A	Public	Education	\$3,000.00
Loyola Academy	1100 Laramie Avenue, Wilmette, IL 60091	N/A	Public	Education	\$1,000.00
Loyola Academy	1100 Laramie Avenue, Wilmette, IL 60091	N/A	Public	Education	\$1,000.00
Loyola University	Walter Tower Campus 82 N Michigan Ave., Chicago, IL 60611	N/A	Public	Education	\$1,000.00
Newton County Day School	758 Centre Street, Newton, MA 02458-2599	N/A	Public	Education	\$800.00
Saint Louis University	Dubourg Hall 319, 221 N. Grand Blvd, St. Louis, MO 63103	N/A	Public	Education	\$1,000.00
St. Agnes of Bohemia School	2843 S. Central Park Ave, Chicago, IL 60623	N/A	Public	Education	\$250.00
St. Anselm Catholic Parish	626 Glen Flora Ave., Waukegan, IL 60085	N/A	Public	Education	\$200.00
St. Ignace College Prep	1078 West Roosevelt Road, Chicago, IL 60608	N/A	Public	Education	\$10,000.00
UC Santa Cruz Foundation	1155 High St., Santa Cruz, CA 95064	N/A	Public	Education	\$2,000.00
American Liver Foundation (Biliary Atresia Fund for the Cure)	87 E. Madison Street, Chicago, IL 60603	N/A	Public	Healthcare	\$1,000.00
Journey Care	2050 Claire Court, Glenview, IL 60025-7835	N/A	Public	Healthcare	\$2,500.00
ProVitan American Medical Society	C/O Dr. Anibal Peltor, PO Box 32, Franklin, MI 48835	N/A	Public	Healthcare	\$1,000.00
Rush Medical College	Office of Philanthropy, 1700 W. Van Buren St #250, Chicago, IL 60612-3244	N/A	Public	Healthcare	\$1,000.00
University of Chicago Hospitals	Medical Center Development, 5801 S. Ellis Ave, Chicago, IL 60637	N/A	Public	Healthcare	\$5,000.00

Total Donations Paid in 2016

\$191,200.00

Revised Donations Paid in 2016

\$191,200.00