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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
THE JOSEPH AND CATHERINE JOHNSON
FAMILY FOUNDATION

A Employer identification number
36-7228534

Number and street (or P O box number if mail is not delivered to street address) Room/suite
REBECCA STEINER 1230 FOX LAKE DRIVE

B Telephone number (see instructions)
(618) 467-0717

City or town, state or province, country, and ZIP or foreign postal code
GODFREY, IL 62035

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)*▶$ 3,755,360

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				
	4	Dividends and interest from securities	54,366	54,366	54,366	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	65,783			
	b	Gross sales price for all assets on line 6a 1,453,020				
	7	Capital gain net income (from Part IV, line 2)		65,783		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	900	900	900	
	12	**Total.** Add lines 1 through 11	121,049	121,049	55,266	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	6,860	6,860	0	0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	33,972	33,972	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	47	47	0	0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,548	1,548	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	42,427	42,427	0	0
	25	Contributions, gifts, grants paid	163,500			163,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	205,927	42,427	0	163,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-84,878			
	b	**Net investment income** (if negative, enter -0-)		78,622		
	c	**Adjusted net income**(if negative, enter -0-)			55,266	

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	153,631	440,360	440,360
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ ___ Less allowance for doubtful accounts ▶ ___			
	4	Pledges receivable ▶ ___ Less allowance for doubtful accounts ▶ ___			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ ___ Less allowance for doubtful accounts ▶ ___			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	878,788	670,227	660,950
	b	Investments—corporate stock (attach schedule)	1,844,790	1,701,678	2,311,725
	c	Investments—corporate bonds (attach schedule)	379,857	359,922	342,325
	11	Investments—land, buildings, and equipment basis ▶ ___ Less accumulated depreciation (attach schedule) ▶ ___			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ ___ Less accumulated depreciation (attach schedule) ▶ ___			
	15	Other assets (describe ▶ ___)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,257,066	3,172,187	3,755,360
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ___)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	3,257,066	3,172,187	
	30	**Total net assets or fund balances** (see instructions)	3,257,066	3,172,187	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,257,066	3,172,187	

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	3,257,066
2	Enter amount from Part I, line 27a	2	-84,878
3	Other increases not included in line 2 (itemize) ▶ ___	3	0
4	Add lines 1, 2, and 3	4	3,172,188
5	Decreases not included in line 2 (itemize) ▶ ___	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,172,187

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	65,783
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	-22,058

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	3,338,338	0	0 000000
2014	506,768	7,868,486	0 064405
2013	484,557	7,313,211	0 066258
2012	436,609	6,809,479	0 064118
2011	419,015	6,831,693	0 061334

2	**Total** of line 1, column (d)	2	0 256115
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 051223
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,646,918
5	Multiply line 4 by line 3	5	186,806
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	786
7	Add lines 5 and 6	7	187,592
8	Enter qualifying distributions from Part XII, line 4	8	163,500

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	1,572
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	1,572
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	1,572
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	4
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,576
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ | **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶N/A

14 The books are in care of ▶REBECCA A STEINER Telephone no ▶(618) 467-0717

Located at ▶1230 FOX LAKE DRIVE GODFREY IL ZIP+4 ▶62035

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

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	**16**		**No**
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			**Yes**	**No**
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		**1b**		
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?.		**1c**		**No**
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?.	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) .		**2b**		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016).*		**3b**		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		**4a**		**No**
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		**4b**		**No**

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?. . . . ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). . . . ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. . . . ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . . ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. . . . ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. . . .	**6b**		**No**
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
REBECCA A STEINER 1230 FOX LAKE DRIVE GODFREY, IL 62035	DIRECTOR/SEC/TREASURER 5 00	0	0	0
CATHERINE E JOHNSON 3122 N E 13TH AVENUE PORTLAND, OR 97212	DIRECTOR/PRESIDENT 1 00	0	0	0
RUTH PIVAR 5506 WEST LAKE DRIVE WEST BEND, WI 53095	DIRECTOR 1 00	0	0	0

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

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

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
NONE		
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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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	3,572,728
b	Average of monthly cash balances	1b	129,727
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,702,455
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	3,702,455
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	55,537
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,646,918
6	**Minimum investment return.** Enter 5% of line 5	6	182,346

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	182,346
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 1,572		
b	Income tax for 2016 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,572
3	Distributable amount before adjustments Subtract line 2c from line 1	3	180,774
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	180,774
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	180,774

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	163,500
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	163,500
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	163,500

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					180,774
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.	84,280				
b From 2012.	101,323				
c From 2013.	126,068				
d From 2014.	119,556				
e From 2015.	3,338,485				
f **Total** of lines 3a through e.		3,769,712			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 163,500					
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.					163,500
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2016		17,274			17,274
(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		3,752,438			
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 instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .		67,006			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		3,685,432			
10 Analysis of line 9					
a Excess from 2012. . . .	101,323				
b Excess from 2013. . . .	126,068				
c Excess from 2014. . . .	119,556				
d Excess from 2015. . . .	3,338,485				
e Excess from 2016. . . .					

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				163,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	54,366	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	900	
8 Gain or (loss) from sales of assets other than inventory			18	65,783	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		121,049	0

13 Total. Add line 12, columns (b), (d), and (e). 13 121,049

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
KIRK A HOOPINGARNER				P01433747
Firm's name ▶ QUARLES & BRADY LLP				Firm's EIN ▶39-0432630
Firm's address ▶ 300 N LASALLE STREET SUITE 4000 CHICAGO, IL 60654				Phone no (312) 715-5000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ANNALY CAP MNGT INC 1000 SHRS	P	2016-02-04	2016-11-10
BP PLC SPONS ADR 800 SHRS	P	2016-02-04	2016-11-28
COGNIZANT TECH SOL 330 SHRS	P	2015-10-28	2016-09-16
GILEAD SCIENCES INC 50 SHRS	P	2016-02-09	2016-08-31
HARBOR FD CAP APR 119 469 SHRS	P	2015-07-20	2016-06-08
NUVEEN PREFERRED INC 1900 SHRS	P	2016-05-05	2016-11-10
VERIZON COMMUNICATIONS 200 SHRS	P	2016-03-03	2016-10-10
WHIRLPOOL CORP 100 SHRS	P	2016-03-16	2016-10-25
WISDOM TREE TRUST EUR 150 SHRS	P	2015-12-21	2016-04-07
BARON PTNRS FUND 1708 537 SHRS	P	2014-04-17	2016-02-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,016		9,657	359
27,199		24,803	2,396
22,024		17,616	4,408
3,900		4,334	-434
7,000		8,062	-1,062
17,212		19,347	-2,135
10,007		10,346	-339
15,078		17,196	-2,118
7,505		7,994	-489
58,968		59,075	-107

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			359
			2,396
			4,408
			-434
			-1,062
			-2,135
			-339
			-2,118
			-489
			-107

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DEUTSH X-TRACKERS MSCI 325 SHRS	P	2015-03-10	2016-06-24
GILEAD SCI INC 167 50 SHRS	P	2014-12-17	2016-08-03
HARBOR FD CAP APP 341 256 SHRS	P	2015-07-20	2016-11-14
ISHARES MSCI JAPAN 100 SHRS	P	2013-04-08	2016-08-03
ISHARES TRUST CURRENCY 500 SHRS	P	2015-03-16	2016-06-24
POWERSHARES BIO TECH 405 SHRS	P	2014-10-01	2016-02-04
PRIMECAP ODYSSEY 1291 03 SHRS	P	2014-10-01	2016-02-04
WISDOM TREE INDIA 250 SHRS	P	2014-04-14	2016-05-05
WISDOM TREE TRUST EUR 520 SHRS	P	2015-02-09	2016-04-07
ELLINGTON FIN 600 SHRS	P	2015-12-22	2016-10-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,732		9,538	-1,806
13,190		16,310	-3,120
20,148		22,938	-2,790
1,186		1,100	86
11,126		14,527	-3,401
15,453		19,328	-3,875
32,960		32,933	27
4,770		4,817	-47
26,019		33,656	-7,637
9,583		10,319	-736

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,806
			-3,120
			-2,790
			86
			-3,401
			-3,875
			27
			-47
			-7,637
			-736

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES GOLD 1300 SHRS	P	2016-05-05	2016-11-14
ISHARES SILVER 900 SHRS	P	2016-05-05	2016-11-14
POWERSHARES US DOLLAR 250 SHRS	P	2015-12-21	2016-05-05
STERICYCLE INC 400 SHRS	P	2010-05-06	2016-05-05
ALEXION PHARMA INC 375 SHRS	P	2014-09-16	2016-12-27
BOEING 475 SHRS	P	2013-03-07	2016-02-11
EBAY INC 1,075 SHRS	P	2011-10-03	2016-06-29
FACEBOOK 475 SHRS	P	2013-05-22	2016-03-02
INTERCONTINENTAL EXC 50 SHRS	P	2014-06-23	2016-05-06
INTUITIVE SURGICAL 70 SHRS	P	2014-06-17	2016-10-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,241		16,539	-1,298
14,366		16,054	-1,688
6,065		6,395	-330
33,936		22,082	11,854
46,924		59,955	-13,031
49,190		38,795	10,395
25,092		11,934	13,158
52,828		11,928	40,900
12,892		9,912	2,980
21,442		12,158	9,284

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,298
			-1,688
			-330
			11,854
			-13,031
			10,395
			13,158
			40,900
			2,980
			9,284

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LENNAR CORP 1325 SHRS	P	2014-11-12	2016-12-29
MASTERCARD 600 SHRS	P	2010-09-23	2016-01-20
MOBILEYE 1300 SHRS	P	2015-09-28	2016-12-29
MORGAN STANLEY 1800 SHRS	P	2014-03-24	2016-01-20
PRA GROUP INC 1000 SHRS	P	2012-08-22	2016-01-20
PRICELINE GROUP 1000 SHRS	P	2012-12-07	2016-10-13
TARGET CORP 239 SHRS	P	2014-08-05	2016-05-06
AMBARELLA 600 SHRS	P	2015-09-24	2016-04-06
CATATLANTIC GROUP 1350 SHRS	P	2016-01-20	2016-06-20
GOLDMAN SACHS 200 SHRS	P	2016-01-20	2016-06-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
56,906		60,436	-3,530
50,633		13,351	37,282
48,953		54,556	-5,603
44,784		58,435	-13,651
27,142		32,275	-5,133
43,395		19,824	23,571
12,658		9,481	3,177
26,637		36,563	-9,926
43,567		49,885	-6,318
29,506		30,611	-1,105

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,530
			37,282
			-5,603
			-13,651
			-5,133
			23,571
			3,177
			-9,926
			-6,318
			-1,105

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PAYPAL HOLDINGS 375 SHRS	P	2015-09-28	2016-05-17
WALT DISNEY CO 575 SHRS	P	2015-09-24	2016-09-12
CLARK COUNTY BOND 5%	P	2014-03-18	2016-11-01
CLARK COUNTY BOND 5%	P	2014-03-18	2016-11-01
OAKLAND COUNTY BOND 2 %	P	2015-11-05	2016-01-04
DALLAS TEXAS BOND	P	2014-05-21	2016-12-02
GENERAL ELECTRIC BOND	P	2009-04-01	2016-01-08
LOWES COMPANIES BOND	P	2009-04-01	2016-10-15
MIAMI DADE COUNTY BOND	P	2013-01-10	2016-11-01
MIAMI DADE COUNTY BOND	P	2012-12-07	2016-05-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14,847		12,391	2,456
53,582		57,665	-4,083
40,000		41,128	-1,128
60,000		61,692	-1,692
86,312		85,928	384
23,538		22,350	1,188
50,000		43,775	6,225
50,000		51,265	-1,265
50,000		54,604	-4,604
25,000		28,109	-3,109

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,456
			-4,083
			-1,128
			-1,692
			384
			1,188
			6,225
			-1,265
			-4,604
			-3,109

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PEORIA IL PUB BOND	P	2011-12-05	2016-12-01
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,000		13,265	1,735
1,508			1,508

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,735
			1,508

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALTON EDUCATIONAL FOUNDATION PO BOX 514 ALTON, IL 62002		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	2,500
ANGEL FLIGHT 12345 E SKELLY DRIVE TULSA, OK 74128		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	2,000
CHARITY WATER 40 WORTH STREET STE 330 NEW YORK, NY 10013		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	2,500
COMMUNITY HOPE CENTER PO BOX 124 COTTAGE HILLS, IL 62018		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	2,500
CRISIS FOOD CENTER 21 EAST 6TH STREET ALTON, IL 62002		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,500
CULVER EDUCATIONAL FOUNDATION 1300 ACADEMY ROAD CULVER, IN 45411		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	3,000
DIOCESE OF IKOT EKPENE OFFICE FOR THE MISSIONS USA 413 SOUTH RIVER LNE GENEVA, IL 60134		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	32,000
DOUBLE H HOLE IN THE WOODS RANCH 97 HIDDEN VALLEY ROAD LAKE LUZERNE, NY 12846		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,000
DRAVET SYNDROME FOUNDATION PO BOX 16536 WEST HAVEN, CT 06516		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	10,000
ENDANGERED WOLF CENTER PO BOX 760 EUREKA, MO 63025		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,500
FRATERNITE NOTRE DAME 502 NORTH CENTRAL AVENUE CHICAGO, IL 60644		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	5,000
GREAT RIVERS LAND PRESERVATION PO BOX 821 ALTON, IL 62002		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,000
JACOBY ARTS CENTER 627 E BROADWAY ALTON, IL 62002		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	500
MOTE MARINE LABORATORY 1600 KEN THOMPSON PKWY SARASOTA, FL 34236		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	4,000
MUSTARD SEED PEACE PROJECT 856 CHOUTEAU GODFREY, IL 62035		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	5,000
Total . . . . ▶ **3a**				163,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
RIVERBENDER COMMUNITY CENTER 200 WEST THIRD ALTON, IL 62002		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,500
SALVATION ARMY TRI-CITY CORPS 1710 SOUTH 7TH AVENUE ST CHARLES, IL 60174		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	2,000
SC COASTAL CONSERVATION LEAGUE 328 EAST BAY STREET PO BOX 1765 CHARLESTON, SC 29402		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,000
SHARE OUR STRENGTH 1030 15TH ST NW SUITE 1100W WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	2,000
SOUTH CAROLINA HISTORICAL SOCIETY 100 MEETING STREET CHARLESTON, SC 29401		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,000
ST AMBROSE PARISH 1012 EAST 47TH STREET CHICAGO, IL 60653		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,000
ST LOUIS CARDINALS COMMUNITY FUND 700 CLARK AVENUE ST LOUIS, MO 63102		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,000
ST MARY MAGDALENE CHURCH 8426 S MARQUETTE AVENUE CHICAGO, IL 60617		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	40,000
THE LEUKEMIA LYMPHONY SOCIETY 3 INTERNATIONAL DRIVE STE 200 RYE BROOK, NY 10573		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	35,000
TREEHOUSE WILDLIFE CENTER 23956 GREEN ACRES ROAD DOW, IL 62022		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,000
WATER KEEPER ALLIANCE 180 MAIDEN LANE NEW YORK, NY 10038		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	1,000
YELLOWSTONE PARK FOUNDATION 222 EAST MAIN STREET STE301 BOZEMAN, MT 59715		PUBLIC CHARITY	GENERAL AND UNRESTRICTED	3,000
Total . . . . ▶ **3a**				163,500

TY 2016 Investments Corporate Bonds Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GE CAP CORP MTN 5%	0	0
GE CAPITAL 5% 3/15/18	55,511	51,830
JOHNSON & JOHNSON NOTES 5.15%	29,156	26,410
LOWES COS INC. 5.4% 10/15/	0	0
BERKSHIRE HATHAWAY 5.4% BOND	28,026	26,439
DUPONT EI 5.75% BOND	115,356	107,870
JPMORGAN CHASE 4.35% BOND	54,874	53,298
AMAZON BOND 2.6% DUE 12/5/19	76,999	76,478

TY 2016 Investments Corporate Stock Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALEXION PHARMACEUTICALS INC.	0	0
APPLE INC.	21,975	66,597
BARON PARTNERS FUND	0	0
BOEING CO	42,807	54,488
CAVIUM INC.	41,882	53,074
CELEGENE CORP	19,128	75,238
DUNKIN BRANDS GROUP INC.	11,670	19,665
EBAY INC.	0	0
FACEBOOK INC.	22,600	48,896
FIRST TRUST HEALTH CARE ALPH	30,629	30,369
FIRST TRUST NASDQ 100 TECH	34,836	38,837
GILEAD SCIENCES INC.	52,656	42,966
ALPHABET CLASS A SHRS	14,244	35,660
ALPHABET CLASS C SHRS	12,623	30,873
INTERCONTINENTAL EXCHANGE INC.	69,325	69,115
INTUITIVE SURGICAL, INC	56,739	44,392
ISHARES MSCI-JAPAN	11,084	10,994
LENNAR CORP	60,936	56,882
MASTERCARD INC.	0	0
MORGAN STANLEY	0	0
O'REILLY AUTOMOTIVE INC.	14,950	76,563
PENTAIR INC.	16,336	28,035
PORTFOLIO RECOVERY ASSOCIATES	0	0
POWERSSHARES DYN BIOTECH & GEN	0	0
PRICELINE.COM INCORPRATED	42,953	51,312
PRIMECAP ODYSSEY GROWTH FUND	10,196	17,031
REGENERON PHARMACEUTICALS, INC.	46,365	67,912
SOUTHWEST AIRLINE	12,105	18,690
SPDR DJ MID CAP GROWTH	21,948	46,557
STERICYCLE INC.	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TARGET CORPORATION	33,862	41,532
THERMO FISHER SCHIENTIFIC INC.	61,063	67,023
UNITED CONTINENTAL HOLDINGS	30,884	78,346
VANGUARD MID-CAP VALUE INDEX	5,411	17,008
WALGREEN BOOTS ALLIANCE INC.	34,929	62,023
WEX, INC.	4,726	11,160
WISDOMTREE INDIA	0	0
WISDOMTREE SC DIV	18,320	43,428
AMBARELLA INC. 600 SHRS.	0	0
FORTUNE BRANDS 1300 SHRS.	60,019	69,498
MOBILEYE NV 1300 SHRS.	54,556	49,556
NXP SEMICONDUCTORS 450 SHRS	38,114	61,256
PAYPAL HOLDINGS INC.1657 SHRS	58,106	51,311
STARBUCKS CORP 1,100 SHRS	55,887	61,072
UNITED HEALTH CARE GRP 325 SHRS	36,947	52,013
WALT DISNEY COMPANY 575 SHRS	0	0
DEUTSCH X TRACKERS	0	0
ISHARES TRUST MSCI GERMANY	0	0
POWERSHARES US DOLLAR INDEX BULLISH	0	0
WISDOMTREE TRUST EUROPE EDGED EQUITY	0	0
VANGUARD CONSUMER DISC.INDEX	26,954	28,951
HARBOR FUND CAP APPRECIATION	0	0
CARNIVAL CORP. 375 SHRS.	18,239	19,553
COGNIZANT TECH SOLUTIONS	0	0
ELLINGTON FINANCIAL LLC	0	0
GENERAL ELECTRIC 400 SHRS	12,193	20,998
GILEAD SCIENCES, INC. 167.5 SHRS	0	0
INTERCONTINENTAL EXCHANGE INC.125 SHRS	10,846	35,263
LAMAR ADVERTISING CO	4,967	5,715
PJT PARTNERS INC. 8 SHRS.	30	247

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VCA INC. 250 SHRS	13,887	17,163
ISHARES RUSSELL 1000 100 SHRS	10,486	10,490
ISHARES RUSSELL 2000 100 SHRS.	12,429	13,485
POWERSHARES DYN BLDG 400 SHRS	10,903	11,148
SELECT SECTOR SPDR 275 SHRS	13,886	13,668
ADVISORS INNER CIRCLE WESTWOOD	10,000	10,549
AMG RIV ROAD SM CAP 2405.734 SHRS	29,000	31,197
ADVISORS INNER CIRCLE CHAMPLAIN	6,424	8,937
HENDERSON FDS. 763.469 SHRS	20,000	19,117
ADOBE SYSTEMS 130 SHRS	12,473	13,384
FLUOR CORP 200 SHRS	10,179	10,504
LEAR CORP 85 SHRS	8,172	9,266
ROSS STORES 100 SHRS	5,816	6,560
VULCAN MATLS. 100 SHRS	10,742	12,515
BERKSHIRE HATHAWAY 375 SHRS	47,221	62,251
CHARLES SCHWAB 1900 SHRS	50,181	74,993
JPMORGAN CHASE 600 SHRS	33,074	51,774
SCHWAB EMERGING MARKETS FUND	67,609	72,226
PALO ALTO NETWORKS 375 SHRS	45,473	46,894
TIME WARNER 575 SHRS	49,683	55,505

TY 2016 Investments Government Obligations Schedule

Name:	THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION
EIN:	36-7228534
US Government Securities - End of Year Book Value:	670,227
US Government Securities - End of Year Fair Market Value:	660,950
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2016 Legal Fees Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
QUARLES & BRADY	6,860	6,860	0	0

TY 2016 Other Decreases Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Description	Amount
ROUNDING	1

TY 2016 Other Expenses Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SITE VISIT T MOTE MARINE IN FLORIDA	854	854	0	0
TRAVEL FOR C ARMSTRONG FOR DIR MTG	603	603	0	0
POSTAGE AND FED EX	63	63	0	0
CHECK PRINTING	28	28	0	0

TY 2016 Other Income Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ELLINGTON FINANCIAL PART DIST	900	900	900

TY 2016 Other Professional Fees Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OPTIMUM INVESTMENT ADVISORS	7,438	7,438	0	0
PREMIER ASSET MANAGEMENT	26,534	26,534	0	0

TY 2016 Taxes Schedule

Name: THE JOSEPH AND CATHERINE JOHNSON FAMILY FOUNDATION

EIN: 36-7228534

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX ASSESSED ON SANOFI SAND INVESTMENT	47	47	0	0