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Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation Bierlein Companies Foundation		A Employer identification number 38-2615341
Number and street (or P.O. box number if mail is not delivered to street address) 2000 Bay City Rd.	Room/suite	B Telephone number (see instructions) 989-496-0066
City or town, state or province, country, and ZIP or foreign postal code Midland, MI 48642		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,827,236	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	5 172	5 172		
4 Dividends and interest from securities	20 124	20 124		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		4 621		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	25 296	29 917		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) <u>Federal</u>	1 000	1 000		1 000
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications	503	503		503
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	1 503	1 503		1 503
25 Contributions, gifts, grants paid	131 375			131 375
26 Total expenses and disbursements. Add lines 24 and 25	132 878	1 503		132 878
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	(107 582)			
b Net investment income (if negative, enter -0-)		28 414		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	128	503	71 716
	2	Savings and temporary cash investments	258	471	262 339
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,534	067	1,479 404
	c	Investments—corporate bonds (attach schedule)			1,493 181
	11	Investments—land, buildings, and equipment: basis ▶			
Liabilities		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)	1,921	041	1,813 459
					1,827 236
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)			
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,921	041	1,813 459
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	1,921	041	1,813 459
	31	Total liabilities and net assets/fund balances (see instructions)	1,921	041	1,813 459

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	1,921	041
2	Enter amount from Part I, line 27a	2	(107)	582
3	Other increases not included in line 2 (itemize) ▶	3		
4	Add lines 1, 2, and 3	4	1,813	459
5	Decreases not included in line 2 (itemize) ▶	5		
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,813	459

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	Publically traded securities per attached			
b	Long term capital gain distributions			
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 260 482		262 490	(2 008)
b			6 629
c			
d			
e			

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

(i) FMV 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			

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	4 621
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	193 836	1 774 691	. 109222
2014	173 090	1 760 679	. 098309
2013	142 695	1 767 704	. 080723
2012	147 630	1 293 759	. 114109
2011	123 080	761 296	. 161672

2 Total of line 1, column (d)	2	564035
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	112807
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1 726 109
5 Multiply line 4 by line 3	5	194 717
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	284
7 Add lines 5 and 6	7	195 001
8 Enter qualifying distributions from Part XII, line 4 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.	8	132 878

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	568	28
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3	568	28
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	568	28
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,192	53
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	1,192	53
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	624	25
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <u>624.25</u> Refunded	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a	X	
9		X
10		X

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?

b 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

1c Did the foundation file **Form 1120-POL** for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

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.

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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.

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶
Michigan

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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 ► <u>None</u>	X	
14 The books are in care of ► <u>Ken LeCureux CPA, CGMA</u> Telephone no. ► <u>989-496-0066</u> Located at ► <u>2000 Bay City Rd. Midland, MI</u> ZIP+4 ► <u>48642</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16		X

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

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

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		N/A
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b		X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

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

(a) Name and address	(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
Mike Bierlein 2000 Bay City Rd. Midland, MI	Pres. 1 hr.	0	0	0
Ken LeCureux Same	Sec/Trea 1 hr.	0	0	0
Ryan Bierlein Same	V. Pres 1 hr.	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	(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

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 *N/A*

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)*N/A*

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	1 491 881	
b	Average of monthly cash balances	1b	360 514	
c	Fair market value of all other assets (see instructions)	1c		
d	Total (add lines 1a, b, and c)	1d	1 1752 395	
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e		
2	Acquisition indebtedness applicable to line 1 assets	2		
3	Subtract line 2 from line 1d	3	1 1752 395	
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	26 286	
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1 1726 109	
6	Minimum investment return. Enter 5% of line 5	6	86 305	

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	86 305	
2a	Tax on investment income for 2016 from Part VI, line 5	2a	568.28	
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b	2c	568	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	85 737	
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5	85 737	
6	Deduction from distributable amount (see instructions)	6		
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	85 737	

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	132 878	
b	Program-related investments—total from Part IX-B	1b		
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2		
3	Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a		
b	Cash distribution test (attach the required schedule)	3b		
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	132 878	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5		
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	132 878	

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				85 737
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0	
b Total for prior years: 2015, 2014, 2013		0		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	85 032			
b From 2012	82 962			
c From 2013	54 343			
d From 2014	86 047			
e From 2015	105 888			
f Total of lines 3a through e	414 272			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 132,878			0	
a Applied to 2015, but not more than line 2a				
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				85 737
e Remaining amount distributed out of corpus	47 141			
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	461 413			
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)	85 032			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	376 381			
10 Analysis of line 9:				
a Excess from 2012	82 962			
b Excess from 2013	54 343			
c Excess from 2014	86 047			
d Excess from 2015	105 888			
e Excess from 2016	47 141			

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

N/A

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

None

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

None

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

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

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

- 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	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 schedule)				
Total				3a 131,375
b Approved for future payment				
Total				3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	5,172	
4	Dividends and interest from securities			14	20,124	
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			18	4,621	
8	Gain or (loss) from sales of assets other than inventory					
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)					
13	Total. Add line 12, columns (b), (d), and (e)					13 29,917

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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?	Yes	No
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

**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.

Ken Kure
Signature of officer or trustee

11/7/17
Date

Sec/Trea

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no. _____

Bierlein Companies Foundation

Contributions	Address	City	State	Zip	2016
2002 Oakland Junior Grizzlies	32000 Northwestern Hwy, #260	Farmington Hills	MI	48334	\$ 200.00
A & D Charitable Foundation	3150 Enterprise	Saginaw	MI	48603	\$ 500.00
ALS of Michigan, Inc.	24359 Northwestern Hwy, Ste 100	Southfield	MI	48075	\$ 1,000.00
American Cancer Society	3265-4 Wilder Rd	Bay City	MI	48706	\$ 1,000.00
American Legion	P.O. Box 7066	Saginaw	MI	48608	\$ 500.00
ASDA Buffalo	3435 Main Street	Buffalo	NY	14261	\$ 500.00
Avow Hospice	1095 Whippoorwill Lane	Naples	FL	34105	\$ 250.00
Bay Area Community Foundation	1000 Adams St, Ste 200	Bay City	MI	48708	\$ 100.00
Bay City Academy	301 N. Farragut	Bay City	MI	48708	\$ 250.00
Bay Harbor Foundation	750 Bay Harbor	Bay Harbor	MI	49770	\$ 1,750.00
Bay Future	721 Washington Suite 309	Bay City	MI	48708	\$ 1,000.00
Bethlehem Lutheran Church	808 Weiss St	Saginaw	MI	48602	\$ 200.00
Bierlein Diabetes Foundation	100 S. Jefferson	Saginaw	MI	48607	\$ 4,000.00
Boys & Girls Club of Saginaw County	1314 Brown Street	Saginaw	MI	48601	\$ 2,100.00
Brian's House/Bay Visiting Nurse	1717 Horizon Dr.	Esssexville	MI	48732	\$ 250.00
Breckenridge Schools	700 Wright Street	Breckenridge	MI	48615	\$ 340.00
Bright Focus Foundation	2251-2 Gateway Center Dr	Clarksburg	MD	20871	\$ 500.00
Cancer Services	220 W. Main Street, Ste 105	Midland	MI	48640	\$ 750.00
Cardinal Athletic Club	7400 Bay Rd.	University Center	MI	48710	\$ 300.00
Central Michigan University	Central Michigan University	Mt. Pleasant	MI	48859	\$ 11,000.00
Child Abuse & Neglect Council	3253 Congress	Saginaw	MI	48602	\$ 1,650.00
Children's Heritage Foundation	605 E. Carpenter St	Midland	MI	48640	\$ 500.00
Christ Child Society of Northern M	192 W Third St/P.O. Box 132	Harbor Springs	MI	49740	\$ 500.00
City Rescue Mission of Saginaw	P.O. Box 548	Saginaw	MI	48606	\$ 500.00
Community Wishes	P.O. Box 2311	Midland	MI	48641	\$ 250.00
Covenant Health Care	1447 N. Harrison	Saginaw	MI	48602	\$ 7,500.00
Crooked Tree Arts Center	461 East Mitchell Street	Petoskey	MI	49770	\$ 100.00
Defender Mobility	27056 Joy Road	Redford	MI	48239	\$ 1,000.00
Delta Broadcasting	1961 Delta Road	University Center	MI	48710	\$ 100.00
Delta College Foundation	University Ctr	University Ctr	MI	48710	\$ 2,550.00
Downtown Saginaw Association	301 E. Genesee	Saginaw	MI	48607	\$ 100.00
Field Neuroscience Institute	4677 Towne Center	Saginaw	MI	48603	\$ 2,500.00
For A Brighter Tomorrow	1543 Washington St	Midland	MI	48640	\$ 200.00
Freeland Community Sports Assoc	P.O. Box 158	Freeland	MI	48623	\$ 1,000.00
Freeland Jr/Sr High School	8250 Webster Rd	Freeland	MI	48623	\$ 500.00
Freeland Lions Club	P. O. Box 436	Freeland	MI	48623	\$ 200.00
Friends of the Public Libraries	505 Janes Avenue	Saginaw	MI	48607	\$ 100.00
Greater Michigan Construction Ac	7730 W Wackerly St	Midland	MI	48642	\$ 2,500.00
Greater Saginaw Hockey Amateur	6129 Bay Road	Saginaw	MI	48604	\$ 1,500.00
Habitat for Humanity of Midland	1703 S. Saginaw Rd	Midland	MI	48640	\$ 750.00
Harbor Beach Athletic Association	402 S. Fifth Street	Harbor Beach	MI	48441	\$ 50.00
Hemlock High School	733 N. Hemlock Road	Hemlock	MI	48626	\$ 300.00
Heritage High School	3465 N.Center Rd.	Saginaw	MI	48603	\$ 1,000.00
Hidden Harvest / Sag Community	100 S. Jefferson	Saginaw	MI	48607	\$ 500.00
Holy Spirit Catholic Church	1035 N. River Rd.	Saginaw	MI	48609	\$ 150.00
Hospice Angels Foundation	401 Center Ave, Ste 150	Bay City	MI	48708	\$ 1,000.00
Jewish Welfare Federation of Sag	261 Golfview Drive.	Saginaw	MI	48638	\$ 500.00
Junior Achievement - Midland	2005 George St.	Midland	MI	48640	\$ 250.00
Junior Achievement - Saginaw	1781 Fordney	Saginaw	MI	48601	\$ 3,000.00

Bierlein Companies Foundation

Contributions	Address	City	State	Zip	2016
Junior League of Saginaw Valley	114 S. Hamilton	Saginaw	MI	48602	\$ 300.00
Just For Kids Foundation	5982 West Saginaw Road	Bay City	MI	48706	\$ 500.00
Kali's Cure for Paralysis Foundatio	5475 Blue Heron Drive	Alma	MI	48801	\$ 4,175.00
Kiwanis Club of Saginaw	417 McCoskry	Saginaw	MI	48601	\$ 1,000.00
Little Traverse Bay Humane Socie	1300 West Conway Rd	Harbor Springs	MI	49740	\$ 250.00
Mackinaw Center	140 W. Main St.	Midland	MI	48640	\$ 2,500.00
Make A Wish Foundation	340 Centennial	Midland	MI	48642	\$ 1,000.00
Michigan Baseball Foundation	825 East Main Street	Midland	MI	48640	\$ 2,000.00
MidMichigan Health	4000 Wellness Drive	Midland	MI	48670	\$ 5,000.00
Mid-Michigan Heat	3171 Dale Road	Beaverton	MI	48612	\$ 250.00
Midland Amateur Hockey League	405 Fast Ice Drive	Midland	MI	48640	\$ 100.00
Midland Center For The Arts	1801 W. St. Andrews	Midland	MI	48640	\$ 500.00
Midland Community Tennis Center	900 E. Wackerly	Midland	MI	48642	\$ 3,500.00
Midland Community Center	900 E. Wackerly	Midland	MI	48642	\$ 2,500.00
Midland County Shelterhouse	3115 Isabella St	Midland	MI	48640	\$ 1,000.00
Midland High School	1301 Eastlawn	Midland	MI	48640	\$ 400.00
Midland Tomorrow	300 Rodd St	Midland	MI	48640	\$ 1,500.00
Multiple Sclerosis Society	4250 Clement Drv	Saginaw	MI	48603	\$ 500.00
Northwood University	3225 Cook Rd.	Midland	MI	48640	\$ 750.00
One Hundred Club of Saginaw	P.O. Box 6457	Saginaw	MI	48608	\$ 450.00
Pardee's Cancer Treatment Cente	4005 Orchard	Midland	MI	48640	\$ 1,800.00
Perceptions	P.O. Box 1525	Midland	MI	48641	\$ 250.00
RAGE	8442 Circlewood Dr, South	Saginaw	MI	48609	\$ 250.00
READ Association	100 S. Jefferson 503	Saginaw	MI	48607	\$ 250.00
Rock The Island/Urban Youth Ten	P.O. Box 1994	Saginaw	MI	48605	\$ 3,000.00
Roswell Park Alliance Foundation	901 Washington St	Buffalo	NY	14261	\$ 250.00
Safe & Sound Child Protection and	2716 S Jefferson Ave	Midland	MI	48640	\$ 250.00
Saginaw Area Foundation for Eye	P.O. Box 5961	Saginaw	MI	48603	\$ 500.00
Saginaw Arts & Enrichment	120 Ezra Rust Dr.	Saginaw	MI	48601	\$ 250.00
Saginaw Art Museum	1126 N. Michigan	Saginaw	MI	48602	\$ 800.00
Saginaw Charter Township	P.O. Box 6400	Sagianw	MI	48608	\$ 750.00
Saginaw Childrens Zoo	1550 Midland Rd	Saginaw	MI	48603	\$ 500.00
Saginaw Symphony Assn.	P.O.Box 415	Saginaw	MI	48606	\$ 1,500.00
Saginaw Valley State University	7400 Bay Rd.	University Center	MI	48710	\$ 7,910.00
Saginaw Y M C A	1915 Fordney	Saginaw	MI	48601	\$ 250.00
Shields Lions Club	330 E. Gloucester	Saginaw	MI	48609	\$ 100.00
Spartan Fund	200 Spartan Way	Lansing	MI	48824	\$ 600.00
Ss. Francis and Clare Parish	12157 Church St	Birch Run	MI	48415	\$ 1,000.00
St. Dominic Parish	2711 Mackinaw	Saginaw	MI	48602	\$ 500.00
St. Mary's Medical Center Founda	830 S. Jefferson	Saginaw	MI	48601	\$ 1,675.00
St. Peter's Lutheran Church	2461 Raucholz	Hemlock	MI	48626	\$ 550.00
Swan Valley Atheletic Association	8400 O'Hern	Saginaw	MI	48609	\$ 2,975.00
Swan Valley Schools	8400 O'Hern	Saginaw	MI	48609	\$ 1,750.00
The Rock Center for Youth Develo	P.O. Box 2143	Midland	MI	48641	\$ 2,500.00
Thomas Township	249 N. Miller Rd	Saginaw	MI	48609	\$ 1,500.00
Thomas Township Parks Associati	249 N. Miller Rd	Saginaw	MI	48609	\$ 1,000.00
Toys For Tots	4800 Fashion Sq Blvd	Saginaw	MI	48604	\$ 500.00
USGBC West Michigan Chapter	P.O. Box 121	Comstock Park	MI	49321	\$ 1,000.00
United Way of Midland County	220 W. Main, Suite 100	Midland	MI	48640	\$ 1,000.00

Bierlein Companies Foundation

Contributions	Address	City	State	Zip	2016
United Way of Saginaw County	118 E. Genesee	Saginaw	MI	48607	\$ 250.00
Watershed Council-Tip of the Mitt	426 Bay Street	Petoskey	MI	49770	\$ 100.00
Work of Christ Community	4828 S. Hagadorn Rd	East Lansing	MI	48823	\$ 200.00
Total					\$131,375.00

Bierlein Companies Foundation
38-2615341
Form 990-PF, Year 2016

Part II, Line 10b, Investments, Corporate Stock:

Tri-Star Trust Bank (various stock investments)	\$ 1,028,002
Merrill Lynch (various stock investments)	<u>451,402</u>
Total	<u>\$ 1,479,404</u>