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

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2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending ,

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL
920 EAST LINCOLN
BIRMINGHAM, MI 48009

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 2,478,073.

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

A Employer identification number
38-3191221

B Telephone number (see instructions)
(248) 644-1901

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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)
1 Contributions, gifts, grants, etc., received (attach schedule)	104,897.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	13.	13.	N/A	
4 Dividends and interest from securities	69,882.	69,882.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	100,775.			
b Gross sales price for all assets on line 6a 752,163.				
7 Capital gain net income (from Part IV, line 2)		100,775.		
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	275,567.	170,670.		
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 1	4,000.	2,000.		2,000.
c Other professional fees (attach sch) SEE ST 2	1,375.	688.		687.
17 Interest				
18 Taxes (attach schedule)(see instrs) SEE STM 3	1,618.	618.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 4	22,616.	22,596.		20.
24 Total operating and administrative expenses. Add lines 13 through 23	29,609.	25,902.		2,707.
25 Contributions, gifts, grants paid PART XV	181,800.			181,800.
26 Total expenses and disbursements. Add lines 24 and 25	211,409.	25,902.		184,507.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	64,158.			
b Net investment income (if negative, enter -0-)		144,768.		
c Adjusted net income (if negative, enter -0-)				

927 10

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
A S S E T S	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	53,651.	136,623.	136,623.
	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 sch)			
	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)	1,134,443.	1,119,478.	1,942,366.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)	447,604.	402,528.	399,084.	
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)	1,635,698.	1,658,629.	2,478,073.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & 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.	
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,635,698.	1,658,629.	
	30 Total net assets or fund balances (see instructions)	1,635,698.	1,658,629.	
	31 Total liabilities and net assets/fund balances (see instructions).	1,635,698.	1,658,629.	

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	1,635,698.
2 Enter amount from Part I, line 27a	2	64,158.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 5	3	6,831.
4 Add lines 1, 2, and 3	4	1,706,687.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 6	5	48,058.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,658,629.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY-TRADED SECURITIES				
b CAPITAL GAIN DIVIDENDS				
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 751,963.		651,388.	100,575.
b 200.			200.
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			100,575.
b			200.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> <div style="border-top: 1px solid black; border-bottom: 1px solid black; width: 20px; height: 10px;"></div> </div> </div>	2	100,775.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div> <div style="margin-left: 10px;"> <div style="border-top: 1px solid black; border-bottom: 1px solid black; width: 20px; height: 10px;"></div> </div> </div>	3	100,575.

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	175,895.	2,233,604.	0.078749
2014	254,538.	2,142,733.	0.118791
2013	157,125.	1,959,085.	0.080203
2012	147,507.	1,632,903.	0.090334
2011	156,184.	1,445,497.	0.108049

2 Total of line 1, column (d)	2	0.476126
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	0.095225
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,279,127.
5 Multiply line 4 by line 3	5	217,030.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,448.
7 Add lines 5 and 6	7	218,478.
8 Enter qualifying distributions from Part XII, line 4	8	184,507.

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 V Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a 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)		
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		1 2,895.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		2 0.
3 Add lines 1 and 2		3 2,895.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 2,895.
6 Credits/Payments.		
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a 2,635.	
b Exempt foreign organizations – tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments. Add lines 6a through 6d	7 2,635.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	9 260.	
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
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, col. (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) MI		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation.</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

	11	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)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14 The books are in care of <u>MICHAEL TITUSKIN - NORTHPOINT</u> Telephone no. <u>(248) 644-1901</u> Located at <u>920 EAST LINCOLN BIRMINGHAM MI</u> ZIP + 4 <u>48009</u>			
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 <u>N/A</u>	15		N/A
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country	16		X

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

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

	Yes	No
1 a 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
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?	1 c	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? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

Part VII 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)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)

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

6 b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		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

Page VII 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.

1	N/A	
2		
3		
4		

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

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

1	-----	

	N/A	
2	-----	

All other program-related investments. See instructions		
3	-----	

Total. Add lines 1 through 3		0.

BAA

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	1 a	2,242,016.
b Average of monthly cash balances	1 b	71,819.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	2,313,835.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,313,835.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	34,708.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,279,127.
6 Minimum investment return. Enter 5% of line 5	6	113,956.

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	113,956.
2a Tax on investment income for 2016 from Part VI, line 5	2 a	2,895.
b Income tax for 2016 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	2,895.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	111,061.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	111,061.
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	111,061.

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	1 a	184,507.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	184,507.
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	184,507.

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				111,061.
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	86,907.			
b From 2012	67,269.			
c From 2013	65,142.			
d From 2014	153,865.			
e From 2015	66,848.			
f Total of lines 3a through e	440,031.			
4 Qualifying distributions for 2016 from Part XII, line 4. ▶ \$ 184,507.				
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				111,061.
e Remaining amount distributed out of corpus	73,446.			
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	513,477.			
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).	86,907.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	426,570.			
10 Analysis of line 9				
a Excess from 2012	67,269.			
b Excess from 2013	65,142.			
c Excess from 2014	153,865.			
d Excess from 2015	66,848.			
e Excess from 2016	73,446.			

BAA

Form 990-PF (2016)

Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Grants and Contributions Paid During the Year or Approved for Future Payment		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
Recipient	Name and address (home or business)				
a Paid during the year SEE STATEMENT 9					
Total					▶ 3 a 181,800.
b Approved for future payment SEE STATEMENT 10					
Total					▶ 3 b 95,000.

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.					
	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income (See instructions.)
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	13.	
4 Dividends and interest from securities			14	69,882.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	100,775.	
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)				170,670.	
13 Total. Add line 12, columns (b), (d), and (e)				13	170,670.

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

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization **WHITMAN FAMILY FOUNDATION**
C/O NORTHPOINT FINANCIAL

Employer identification number
38-3191221

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)() (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Employer identification number

WHITMAN FAMILY FOUNDATION

38-3191221

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROBERT & MARINA WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	\$ 104,897.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number	
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38-3191221

Part II[illegible]

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

2016

FEDERAL STATEMENTS

PAGE 1

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL

38-3191221

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING / PROFESSIONAL FEES	\$ 4,000.	\$ 2,000.		\$ 2,000.
TOTAL	<u>\$ 4,000.</u>	<u>\$ 2,000.</u>		<u>\$ 2,000.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	\$ 1,375.	\$ 688.		\$ 687.
TOTAL	<u>\$ 1,375.</u>	<u>\$ 688.</u>		<u>\$ 687.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED EXCISE TAX PAYMENT	\$ 1,000.			
FOREIGN TAX WITHHELD ON DIVIDENDS	618.	\$ 618.		
TOTAL	<u>\$ 1,618.</u>	<u>\$ 618.</u>		<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MERRILL LYNCH OTHER BANKING FEES	\$ 131.	\$ 131.		
MERRILL LYNCH PIA ADVISORY FEES	22,465.	22,465.		
MICHIGAN REGISTRATION	20.			\$ 20.
TOTAL	<u>\$ 22,616.</u>	<u>\$ 22,596.</u>		<u>\$ 20.</u>

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL

38-3191221

STATEMENT 5
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NONDIVIDEND DISTRIBUTIONS

	\$	6,831.
TOTAL	\$	<u>6,831.</u>

STATEMENT 6
FORM 990-PF, PART III, LINE 5
OTHER DECREASESEXCESS FMV OVER COST OF ASSETS CONTRIBUTED
RECONCILING ADJUSTMENTS

	\$	45,886.
		2,172.
TOTAL	\$	<u>48,058.</u>

STATEMENT 7
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MARINA V.N. WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	PRESIDENT 0.50	\$ 0.	\$ 0.	0.
ROBERT F. WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	VP, TREASURER 0.50	0.	0.	0.
MALCOLM WHITMAN 276 AMORY STREET # 2 JAMAICA PLAIN, MA 02130	DIRECTOR 0.50	0.	0.	0.
LAURA M. WHITMAN 655 WARNER HILL ROAD SOUTHPORT, CT 06890	DIRECTOR 0.50	0.	0.	0.
DAVID L. DOWNIE 655 WARNER HILL ROAD SOUTHPORT, CT 06890	SECRETARY 0.50	0.	0.	0.
MARINA V.N. WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	DIRECTOR 0.50	0.	0.	0.
ROBERT F. WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	DIRECTOR 0.50	0.	0.	0.

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
TRACY KELLER 276 AMORY STREET # 2 JAMAICA PLAIN, MA 02130	DIRECTOR 0.50	\$ 0.	\$ 0.	\$ 0.
DAVID L. DOWNIE 655 WARNER HILL ROAD SOUTHPORT, CT 06890	DIRECTOR 0.50	0.	0.	0.
WILLIAM W. DOWNIE 655 WARNER HILL ROAD SOUTHPORT, CT 06890	DIRECTOR 0.50	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

STATEMENT 8
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORSMARINA V.N. WHITMAN
ROBERT F. WHITMANSTATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
OPERATION HOPE 636 OLD POST ROAD FAIRFIELD CT 06824	NONE	501C3	FOOD & SHELTER FOR THE NEEDY	\$ 3,000.
THE CENTER FOR FAMILY JUSTICE 753 FAIRFIELD AVENUE BRIDGEPORT CT 06604	NONE	501C3	STRENGTHENING FAMILIES WHILE ELIMINATING ABUSE AND VIOLENCE	5,000.
PINE STREET INN 444 HARRISON AVENUE BOSTON MA 02118	NONE	501C3	SERVICES FOR THE HOMELESS IN THE BOSTON AREA	16,000.
BIKES NOT BOMBS 284 AMORY STREET JAMAICA PLAIN MA 02130	NONE	501C3	EMPOWERING INNER-CITY YOUTHS	500.

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL

38-3191221

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FAMILY & CHILDREN'S AGENCY, INC 9 MOTT AVENUE, 4TH FLOOR NORWALK CT 06850	NONE	501C3	STRENGTHENING FAMILIES IN NEED	\$ 3,000.
GREAT LAKES PERFORMING ARTIST ASSOC. 415 N. 4TH AVENUE ANN ARBOR MI 48104	NONE	501C3	HELPING SUPPORT MUSIC ARTS IN THE GREAT LAKES COMMUNITIES	14,000.
DOCTORS WITHOUT BORDORS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK NY 10001	NONE	501C3	MEDICAL CARE ASSISTANCE AROUND THE WORLD	1,000.
ASHOKA 1700 NORTH MOORE STREET, STE 2000 ARLINGTON VA 22209	NONE	501C3	SUPPORTS INNOVATIVE ENTREPRENEURS	1,000.
PEOPLE & STORIES 299 EGGERTS CROSSING ROAD LAWRENCEVILLE NJ 08648	NONE	501C3	LITERATURE AND EDUCATION	1,000.
HARVARD UNIV. - RADCLIFF INSTITUTE 124 MOUNT AUBURN STREET CAMBRIDGE MA 02138	NONE	501C3	SCHLESINGER LIBRARY FUND	6,000.
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, STE 8000 ANN ARBOR MI 48109	NONE	501C3	MUSEUM OF ART	1,000.
SALZBURG GLOBAL SEMINAR 1828 L STREET, NW, ELEVENTH FLOOR WASHINGTON DC 20036	NONE	501C3	GENERAL FUND	10,000.
THE NATURE CONSERVANCY 4245 N. FAIRFAX DRIVE, STE 100 ARLINGTON VA 22203	NONE	501C3	ENVIRONMENTAL PRESERVATION	1,000.
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, STE 8000 ANN ARBOR MI 48109	NONE	501C3	W.K. KELLOGG EYE CENTER ANNUAL FUND	1,000.

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL

38-3191221

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BUCKINGHAM BROWNE & NICHOLS SCHOOL 80 GERRY'S LANDING ROAD CAMBRIDGE MA 02138	NONE	501C3	FINANCIAL AID	\$ 5,000.
OXFAM AMERICA 226 CAUSEWAY STREET, 5TH FLOOR BOSTON MA 02114	NONE	501C3	SUPPORT THE FIGHT AGAINST HUNGER, POVERTY, AND SOCIAL INJUSTICE	500.
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 8000 ANN ARBOR MI 48109	NONE	501C3	C.E.W. SCHOLAR SUCCESS FUND	5,000.
PARTNERS IN HEALTH 888 COMMONWEALTH AVENUE, 3RD FLOOR BOSTON MA 02215	NONE	501C3	MEDICAL SUPPLIES, FOOD, AND WATER FOR PEOPLE OF HAITI	2,000.
ALLEN CREEK PRESCHOOL 2350 MILLER AVENUE ANN ARBOR MI 48103	NONE	501C3	ANNUAL GIVING CAMPAIGN	1,000.
UNIVERSITY OF MICHIGAN MUSICAL SOCIETY 3003 SOUTH STATE STREET, SUITE 8000 ANN ARBOR MI 48109	NONE	501C3	SUPPORT FOR MITSUKO UCHIDA CONCERT	10,000.
MICHIGAN THEATRE FOUNDATION 603 EAST LIBERTY STREET ANN ARBOR MI 48104	NONE	501C3	SUPPORT FOR COMMUNITY THEATER	10,000.
ARTRAIN 1100 NORTH MAIN STREET ANN ARBOR MI 48104	NONE	501C3	SUPPORT OF EDUCATIONAL PROGRAMS FOR THE ARTS	1,000.
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET ANN ARBOR MI 48109	NONE	501C3	UNIVERSITY LIBRARY ENRICHMENT FUND	500.
SHAW FESTIVAL THEATRE P.O. BOX 628 LEWISTON NY 14092	NONE	501C3	SUPPORT FOR COMMUNITY THEATRE	2,000.
INSTITUTE FOR ADVANCED STUDY EINSTEIN DRIVE PRINCETON NJ 08540	NONE	501C3	IAS FUND AND ENDOWMENT CAMPAIGN	10,000.

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL

38-3191221

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BURROUGHS COMMUNITY CENTER 2470 FAIRFIELD AVENUE BRIDGEPORT CT 06605	NONE	501C3	GENERAL FUND	\$ 5,000.
THE ACADEMY OF EARLY MUSIC P.O. BOX 7694 ANN ARBOR MI 48107	NONE	501C3	HELPING DELIVER PERFORMANCES OF EARLY CLASSICAL MUSIC FEATURING CRITICALLY ACCLAIMED ARTISTS FROM ALL OVER THE WORLD	1,000.
OPEN HOUSE NEW YORK 115 WEST 27TH STREET, FLOOR 9 NEW YORK NY 10001	NONE	501C3	TO PROMOTE APPRECIATION AND PUBLIC AWARENESS TO NEW YORK ARCHITECTURE, ENGINEERING AND DESIGN	1,000.
STRATFORD FESTIVAL OF AMERICA 55 QUEEN STREET, P.O. BOX 520 STRATFORD ON CANAD	NONE	501C3	SUPPORTING THE BEST IN CLASSICAL THEATRE	1,800.
THE SIERRA CLUB FOUNDATION 85 SECOND STREET, SUITE 750 SAN FRANCISCO CA 94105	NONE	501C3	PRESERVING THE ENVIRONMENT	1,000.
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 8000 ANN ARBOR MI 48109	NONE	501C3	FORD SCHOOL GRADUATE CENTENNIAL FUND	20,000.
THE WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD, SUITE 300 JACKSONVILLE FL 32256	NONE	501C3	RAISE AWARENESS AND PUBLIC AID TO HELP INJURED SERVICE MEMBERS	2,000.
PLAN INTERNATIONAL 155 PLAN WAY WARWICK RI 02886	NONE	501C3	SUPPORT GIRLS IN DEVELOPING COUNTRIES TO GET EDUCATION, SKILLS, AND SUPPORT TO HELP TRANSFORM THEIR LIVES	2,000.

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL

38-3191221

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
AFRICA SKY INC. PO BOX 203 MUNROE FALLS OH 44262	NONE	501C3	WORKS ON EDUCATION, COMMUNITY HEALTH, AND FOOD SECURITY PROJECTS IN RURAL MALI	\$ 3,000.
ENVIRONMENTAL AND ENERGY STUDY INSTIT. 1112 16TH STREET NW, SUITE 300 WASHINGTON DC 20036	NONE	501C3	PROMOTES ENVIRONMENATAL AND ENERGY ADVANCES THROUGH INNOVATION	1,000.
FAIRFIELD UNIVERSITY 1073 NORTH BENSON ROAD FAIRFIELD CT 06824	NONE	501C3	FINANCIAL AID FOR LOW-INCOME STUDENTS FROM BRIDGEPORT, CT OR OTHER IN-NEED COMMUNITIES	1,000.
ST. ANDREW'S EPISCOPAL CHURCH 306 N. DIVISION ANN ARBOR MI 48104	NONE	501C3	STA ORGAN CAMPAIGN	15,000.
THEATRE FOUNDATION 416 W. HURON ANN ARBOR MI 48103	NONE	501C3	GENERAL FUND	3,000.
BOULDER FOOD RESCUE P.O. BOX 284 BOULDER CO 80306	NONE	501C3	GENERAL FUND	1,000.
USA FOR UNHCR 1775 K STREET, NORTHWEST, STE 580 WASHINGTON DC 20006	NONE	501C3	CREATE SAFE HAVENS FOR REFUGEES AROUND THE GLOBE	1,000.
POLARIS P.O. BOX 65323 WASHINGTON DC 20035	NONE	501C3	HELP FIGHT AGAINST HUMAN TRAFFICING	2,000.
SAVE THE CHILDREN 501 KINGS HIGHWAY EAST, SUITE 400 FAIRFIELD CT 06825	NONE	501C3	GENERAL FUND	5,000.
COMMUNITY MUSIC SCHOOL OF ANN ARBOR 1289 JEWETT AVE ANN ARBOR MI 48104	NONE	501C3	GENERAL FUND	500.

WHITMAN FAMILY FOUNDATION
C/O NORTHPOINT FINANCIAL

38-3191221

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SOCIAL SCIENCE RESEARCH COUNCIL 300 CADMAN PLAZA WEST, 15TH FLOOR BROOKLYN NY 11201	NONE	501C3	GENERAL FUND	\$ 5,000.
TOTAL				\$ 181,800.

STATEMENT 10
FORM 990-PF, PART XV, LINE 3B
RECIPIENT APPROVED FOR FUTURE PAYMENT

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ST. ANDREW'S EPISCOPAL CHURCH 306 N. DIVISION ANN ARBOR MI 48104	NONE	501C3	STA ORGAN CAMPAIGN	\$ 20,000.
INSTITUTE FOR ADVANCED STUDY EINSTEIN DRIVE PRINCETON NJ 08540	NONE	501C3	GENERAL FUND	35,000.
MICHIGAN THEATRE FOUNDATION 603 EAST LIBERTY STREET ANN ARBOR MI 48104	NONE	501C3	SUPPORT OF COMMUNITY THEATRE	40,000.
TOTAL				\$ 95,000.

WHITMAN FAMILY FOUNDATION

T.I.N. 38-3191221

SECURITIES SUMMARY

CALENDAR YEAR 2016

Shares 12/31/2016	Security	Purchased or Donated	Date Acquired	Basis 12/31/2016	FMV 12/31/2016
Investments - Corporate Stock					
2	Berkshire Hathaway	Donated	11/02/1989	8,599 00	488,242 00
1,200	Procter & Gamble Co	Donated	12/07/2015	59,858 88	100,896 00
1,183	Procter & Gamble Co	Donated	10/12/2016	59,010 87	99,466 64
966	Ishares MSCI USA ESG Select ETF	Purchase	03/04/2005	50,033 97	88,881 66
536	AMN Elec Power Co	Purchase	Various	26,095 61	33,746 56
1,584	Astrzeneca PLC SPND ADR	Purchase	Various	56,116 75	43,274 88
1,043	AT&T	Purchase	Various	33,106 27	44,358 79
483	Carnival Corp Paired Shs	Purchase	09/13/2016	22,006 83	25,144 98
82	CML Group Inc	Purchase	11/03/2016	8,420 60	9,458 70
766	Coca Cola Com	Purchase	03/17/2015	31,060 38	31,758 36
390	Digital rity Tr Inc	Purchase	12/06/2013	18,179 03	38,321 40
644	Dominion Res Inc New VA	Purchase	Various	47,601 12	49,323 96
1,513	General Electric	Purchase	Various	35,186 47	47,810 80
1,458	Intel Corp	Purchase	Various	32,175 13	52,881 66
226	Intl Business Machines Corp	Purchase	05/05/2016	33,023 98	37,513 74
457	JPMorgan Chase & Co	Purchase	Various	20,999 74	39,434 53
260	Kimberly Clark	Purchase	Various	20,657 75	29,671 20
456	Kraft (The) Heinz Co SHS	Purchase	Various	21,014 91	39,817 92
191	Lockheed Martin Corp	Purchase	01/13/2014	29,223 00	47,738 54
370	McDonalds Corp	Purchase	Various	35,066 75	45,036 40
682	Metlife Inc	Purchase	07/14/2016	28,696 10	36,752 98
650	Occidental Petroleum Corp Cal	Purchase	Various	52,812 71	46,299 50
792	Paccar Inc	Purchase	Various	36,171 30	50,608 80
1,362	Pfizer Inc	Purchase	Various	42,488 78	44,237 76
464	Philip Morris Intl Inc	Purchase	Various	40,420 35	42,451 36
951	PPL Corporation	Purchase	Various	28,024.12	32,381 55
570	Procter & Gamble Co	Purchase	12/11/2015	44,622 50	47,925 60
879	Royal Dutch Shell PLC Spons ADR B	Purchase	07/26/2016	49,335 90	50,955 63
1,250	Spectra Energy Corp	Purchase	Various	36,697 28	51,362 50
576	Thomson Reuters Corp	Purchase	Various	18,724 79	25,217 28
790	Toronto Dominion Bank	Purchase	Various	29,223 75	38,978 60
537	Ventas Inc	Purchase	Various	29,954 54	33,573 24
915	Verizon communications	Purchase	Various	34,869 05	48,842 70
				<u>1,119,478 21</u>	<u>1,942,366 22</u>
Investments - Other					
4,795 000	ALPS Alerian MLP ETF	Purchase	Various	63,332 94	60,417 00
10,802 019	Ashmore Emerg Mkts Corp Debt Fund	Purchase	Various	81,563 74	84,687 83
4,692 282	Henderson Global Equity Inc Fund	Purchase	Various	36,396 55	33,455 97
4,389 634	JPMorgan Strategic Income Opp Fund	Purchase	Various	51,051 44	50,875 86
11,074 242	Lord Abbott Bond Debenture Fund	Purchase	Various	86,258 62	87,708 00
7,641 670	Lord Abbott Short Duration Inc Fd	Purchase	Various	34,844 84	32,859 18
4,883 588	Putnum Short Duration Income Fund	Purchase	Various	49,080 06	49,080 06
				<u>402,528 19</u>	<u>399,083 90</u>
COMBINED TOTALS				<u>1,522,006 40</u>	<u>2,341,450 12</u>