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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
The Brookby Foundation

Number and street (or P O box number if mail is not delivered to street address)
1110 East Ogden Avenue No 319

City or town, state or province, country, and ZIP or foreign postal code
Milwaukee, WI 53202

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, col (c), line 16) \$ 41,487,988

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify) (Part I, column (d) must be on cash basis)

A Employer identification number
38-3202330

B Telephone number (see instructions)
(262) 478-0629

C If exemption application is pending, check here

D 1. Foreign organizations, check here

D 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	2,083,858		
	2 Check if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	930,649	920,230	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	60,031		
	b Gross sales price for all assets on line 6a			
	7 Capital gain net income (from Part IV, line 2)		60,031	
	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)	1,402	1,329		
12 Total. Add lines 1 through 11	3,075,940	981,590		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0
	14 Other employee salaries and wages	58,048	0	58,048
	15 Pension plans, employee benefits	550	0	550
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	17,393	8,697	8,697
	c Other professional fees (attach schedule)	74,742	74,742	0
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	165,196	18,696	0
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings	12,428	0	12,428
	22 Printing and publications			
	23 Other expenses (attach schedule)	6,600	0	4,253
	24 Total operating and administrative expenses. Add lines 13 through 23	334,957	102,135	83,976
	25 Contributions, gifts, grants paid	2,476,850		2,476,850
	26 Total expenses and disbursements. Add lines 24 and 25	2,811,807	102,135	2,560,826
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	264,133		
	b Net investment income (if negative, enter -0-)		879,455	
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2016)

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	11,387	8,683	8,683
	2	Savings and temporary cash investments	2,164,882	2,275,708	2,275,708
	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)	24,701,241	24,707,153	26,313,053
	c	Investments—corporate bonds (attach schedule)	8,430,434	8,625,491	8,659,990
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	4,133,345	4,088,387	4,230,554
	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)	39,441,289	39,705,422	41,487,988	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable.			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	39,441,289	39,705,422	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
30	Total net assets or fund balances (see instructions)	39,441,289	39,705,422		
31	Total liabilities and net assets/fund balances (see instructions) .	39,441,289	39,705,422		

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	39,441,289
2	Enter amount from Part I, line 27a	2	264,133
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	39,705,422
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	39,705,422

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 	2	60,031
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 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	1,808,637	38,331,562	0 047184
2014	1,296,896	37,776,521	0 034331
2013	1,005,471	22,129,657	0 045435
2012	268,382	4,883,291	0 054959
2011	396,220	3,563,412	0 111191
2 Total of line 1, column (d)			2 0 293100
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 058620
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 38,382,267
5 Multiply line 4 by line 3			5 2,249,968
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,795
7 Add lines 5 and 6			7 2,258,763
8 Enter qualifying distributions from Part XII, line 4			8 2,560,826

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	8,795
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	8,795
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	8,795
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	78,092
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	78,092
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	69,297
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 20,000 Refunded ☐	11	49,297

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of NICOLE LIGHTWINE Telephone no (262) 478-0629			

Located at **1110 East Ogden Avenue 319 Milwaukee WI** ZIP+4 **53202**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐	5b		
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 <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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? ☐ Yes ☒ No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
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? ☐ Yes ☒ No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Nicole Lightwine 1110 EAST OGDEN AVENUE 319 MILWAUKEE, WI 53202	Program Officer 40 00	52,573	0	0
Total number of other employees paid over \$50,000.				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	35,564,542
b	Average of monthly cash balances.	1b	1,025,905
c	Fair market value of all other assets (see instructions).	1c	2,376,322
d	Total (add lines 1a, b, and c).	1d	38,966,769
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	38,966,769
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	584,502
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	38,382,267
6	Minimum investment return. Enter 5% of line 5.	6	1,919,113

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	1,919,113
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	8,795
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	8,795
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,910,318
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,910,318
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,910,318

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	2,560,826
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	2,560,826
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	8,795
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,552,031

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				1,910,318
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			278,956	
b Total for prior years 2014, 2013, 2012		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>2,560,826</u>				
a Applied to 2015, but not more than line 2a			278,956	
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.				1,910,318
e Remaining amount distributed out of corpus	371,552			
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	371,552			
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).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	371,552			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.	371,552			

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

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

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

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 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

EDITH BLODGETT

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

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

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

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

The Brookby Foundation
1110 East Ogden Avenue 319
Milwaukee, WI 53202
(262) 478-0629

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

OUR BOARD OF TRUSTEES WILL REVIEW GRANT REQUESTS THREE (3) TIMES EACH YEAR. ALL GRANT REQUESTS SHALL BE INITIATED WITH A LETTER OF INQUIRY (LOI). THE LOI SHOULD INCLUDE A BRIEF DESCRIPTION OF ORGANIZATION AND PROGRAM/PROJECT (WITH TIMELINE), REQUESTED AMOUNT AND EMPLOYER IDENTIFICATION NUMBER (EIN). A REVIEW OF THE LOI WILL DETERMINE IF THE REQUEST ALIGNS WITH OUR GRANTMAKING STRATEGIES. LOI'S SHOULD BE SUBMITTED BY THE DATES BELOW, IN ACCORDANCE WITH OUR GRANT CYCLE. APPLICANTS SEEKING SUPPORT FOR A FORMER BLODGETT FOUNDATION GRANTEE, PLEASE NOTE THE EDITH BLODGETT LEGACY FUND REQUESTS ARE ONLY REVIEWED ONCE IN SPRING. ALL OTHER REQUESTS ARE REVIEWED DURING SUMMER AND WINTER CYCLES.

c Any submission deadlines

SPRING (BEFORE 3/31), SUMMER (BEFORE 6/30), WINTER (BEFORE 9/30)

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

NONE

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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	2,476,850
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2016)

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name Shanna Reynolds	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00854273
Firm's name ▶ CROWE HORWATH LLP				Firm's EIN ▶ 35-0921680
Firm's address ▶ 55 CAMPAU AVE NW STE 500 GRAND RAPIDS, MI 495032642				Phone no (616) 774-0774

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
Total Capital Gain Distributions	P	2016-01-01	2016-12-31
BG Short Term	P	2016-01-01	2016-12-31
BG long term	P	2015-01-01	2016-12-31
Northern Trust ST	P	2016-06-20	2016-08-05
Northern Trust LT	P	2002-11-21	2016-07-07
Mich-Cal Short Term	P	2016-01-01	2016-12-31
Mich-cal Long Term	P	2015-01-01	2016-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
			5,290
187			-187
		215	215
554,509		553,755	754
250,680		250,197	483
		8,518	-8,518
61,994			61,994

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			5,290
			-187
			215
			754
			483
			-8,518
			61,994

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Paul Greeney	Vice President/Treasurer 10 00	0	0	0
1110 East Ogden Avenue 319 Milwaukee, WI 53202				
Wendy Greeney	President/Secretary 1 00	0	0	0
1110 East Ogden Avenue 319 Milwaukee, WI 53202				
Daniel Greeney	Board Trustee 1 00	0	0	0
1110 East Ogden Avenue 319 Milwaukee, WI 53202				
Jonathan Greeney	Board Trustee 1 00	0	0	0
1110 East Ogden Avenue 319 Milwaukee, WI 53202				
EDITH BLODGETT	(DECEASED) 0 00	0	0	0
1110 East Ogden Avenue 319 Milwaukee, WI 53202				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ABLE 316 Physics Road East Lansing, MI 48824	None	PC	General Support	100
Accion 10 Fawcett Street Suite 204 Cambridge, MA 02138	None	PC	General Support	100
Alliance for the Great Lakes 17 N State Street Suite 1390 Chicago, IL 60602	None	PC	Great Lakes Protection and Restoration	50,000
Alliance for the Great Lakes 18 N State Street Suite 1390 Chicago, IL 60603	None	PC	General Support	500
Alzheimers Disease Research (Bright Focus Foundation) 22512 Gateway Center Drive Clarksburg, MD 20871	None	PC	General Support	100
Total 				2,476,850
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
American Friends Service 1501 Cherry St Philadelphia, PA 19102	None	PC	General Support	200
American Heart Association 7272 Greenville Ave Dallas, TX 75231	None	PC	General Support	100
American Red Cross 4624 Packard Rd Ann Arbor, MI 48108	None	PC	Disaster	10,000
Americares 88 Hamilton Ave Stamford, CT 06928	None	PC	General Support	100
Aquinas College 1700 Fulton St E Grand rapids, MI 49506	None	PC	Restoration of Brookby Estate Gardens Phase I	60,250
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Aquinas College 1700 Fulton St E Grand rapids, MI 49506	None	PC	Brookby Gardens Phase II	255,120
Aquinas College 1700 Fulton St E Grand rapids, MI 49506	None	PC	Brookby Gardens Phase III	37,735
Arbor Day Foundation 211 N 12th St Lincoln, NE 68508	None	PC	General Support	100
Arthritis National Research Foundation 200 Oceangate Suite 830 Long Beach, CA 90802	None	PC	General Support	100
ASPCA 424 E 92nd Street New York, NY 10128	None	PC	General Support	100
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Baton Rouge Area Foundation- 100 North St 900 Baton Rouge, LA 70802	None	PC	General Support	500
Beloit College Beloit Fund 700 College Street Beloit, WI 53511	None	PC	General Support	500
Best Friends Animal Society 5001 Angel Canyon Rd Kanab, UT 84741	None	PC	General Support	100
Birch Creek Music Performance Center PO Box 230 Egg Harbor, WI 54209	None	PC	General Support	200
Blue Lake Fine Arts Camp 300 E Crystal Lake Rd Twin Lake, MI 49457	None	PC	Grand Rapids Symphony Concert	3,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Center for Science in the Public Interest Dept DC PO Box 96611 Washington, DC 20077	None	PC	General Support	100
Center for Transformative Action 119 Anabel Taylor Hall Ithica, NY 14853	None	PC	CurrentCast	15,000
Cerulean Center 5708 E Gallivan Rd Cedar, MI 49621	None	PC	Bioblitz! Engaging Our Community in Great Lakes Ecosystem Research	15,000
Children's Leukemia Foundation of MI 5455 Corporate Dr Suite 306 Troy, MI 48098	None	PC	Patient Services Programs	2,000
Clean Wisconsin 634 W Main St 300 Madison, WI 53703	None	PC	Science Program	25,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
College Possible 1555 N Rivercenter Drive Suite 211 Milwaukee, WI 53212	None	PC	General Support	200
Conservation Resource Alliance 10850 E Traverse Hwy 1180 Traverse City, MI 49684	None	PC	Boardman River Dams Ecosystem Restoration Project	100,000
Council on Michigan Foundations 1 S Harbor Dr 3 Grand Haven, MI 49417	None	PC	Great Lakes Funder Collaboration	3,000
DA Blodgett St Johns 2355 Knapp St NE Grand Rapids, MI 49505	None	PC	Mentoring Services Enhancement & Expansion	30,000
Dairy Grazing Apprenticeship Inc 7234 GAD RD Medford, WI 54451	None	PC	Capacity in Managed Grazing to Protect Vulnerable Watersheds	107,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Dairy Grazing Apprenticeship Inc 7235 GAD RD Medford, WI 54452	None	PC	Capacity in Managed Grazing to Protect Vulnerable Watersheds	139,500
Doctors without Borders 333 7th Avenue 2nd Floor New York, NY 10001	None	PC	General Support	500
Elephant Sanctuary 183 Buck Hollow Road Hohenwald, TN 38462	None	PC	General Support	200
Environmental Defense Fund 257 Park Ave South New York, NY 10010	None	PC	General Support	200
Environmental Law & Policy Center 35 E Wacker Drive Suite 1600 Chicago, IL 60601	None	PC	Expanding Michigan public interest environmental legal engagementcapacity	25,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Esperanca 1911 West Earll Drive Phoenix, AZ 85015	None	PC	General Support	100
Exponent Philanthropy 1720 N St NW Washington, DC 20036	None	PC	General Support	500
Feeding America Eastern WI 1700 W Fond Du Lac Ave Milwaukee, WI 53205	None	PC	General Support	1,500
FINCA International 1101 14th Street NW 11th Floor Washington, DC 20005	None	PC	General Support	100
Florida Keys Land & Sea Trust 5550 Overseas Highway Marathon, FL 33050	None	PC	General Support	500
Total 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Free to Breathe (National Lung Cancer Partnership) 1 Point PI 200 Madison, WI 53719	None	PC	General Support	300
Freshwater Future PO Box 2479 Petoskey, MI 49770	None	PC	General Support	100
Friends of Saguaro National Park 2700 North Kinney Road Tuscon, AZ 85743	None	PC	General Support	500
Friends of the Kal-Haven Trail PO Box 156 Lawrence, MI 49064	None	PC	General Support	200
Gentle Giants Draft Horse Rescue PO Box 5058 Hagerstown, MD 21741	None	PC	General Support	100
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Girls Write Now 247 W 37th St 1000 New York, NY 10018	None	PC	General Operating	5,000
Glaucoma Research Foundation 251 Post Street Ste 600 San Francisco, CA 94108	None	PC	General Support	100
Grand Rapids Art Museum 101 Monroe Center Street NW Grand Rapids, MI 49503	None	PC	Winter & Fall Concert Series	30,000
Grand Rapids Ballet 341 Ellsworth Avenue SW Grand Rapids, MI 49503	None	PC	Sponsorship musical accompaniment	60,000
Grand Rapids Children's Museum 11 Sheldon Ave Grand Rapids, MI 49503	None	PC	Science Programming	5,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Grand Rapids Civic Theatre 30 Division Ave N Grand Rapids, MI 49503	None	PC	School of Theatre Arts Scholarship Fund	8,000
Grand Rapids Public Museum Foundation 272 Pearl Street NW Grand rapids, MI 49504	None	PC	Science Tuesdays	5,000
Grand Rapids Symphony 300 Ottawa NW Suite 100 Grand Rapids, MI 49503	None	PC	Blue Lake Concert	24,485
Grand Rapids Symphony 300 Ottawa NW Suite 100 Grand Rapids, MI 49503	None	PC	Percussion Chair Sponsorship	80,000
Grand Traverse Regional Land Conservancy 3860 N Long Lake Rd D Traverse City, MI 49684	None	PC	Water Quality and Farmland Protection	50,000
Total 				2,476,850
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Grandville Avenue Arts and Humanities 644 Grandville Ave SW Grand Rapids, MI 49503	None	PC	The Power of Music at the Cook Arts Center	4,000
Greater New Orleans Foundation 919 St Charles Ave New Orleans, LA 70130	None	PC	General Support	500
Groundwork Milwaukee 1845 N Farwell Ave 100 milwaukee, WI 53202	None	PC	GILS Season 1	45,687
Growing Power 5500 W Silver Spring Drive Milwaukee, WI 53218	None	PC	General Support	500
Habitat for Humanity 121 Habitat St Americus, GA 31709	None	PC	General Support	200
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Habitat for Humanity Baton Rouge 4301 Airline Highway Baton Rouge, LA 70811	None	PC	General Support	500
Habitat for Humanity Grand Traverse 1129 Woodmere Ave Traverse City, MI 49686	None	PC	General Support	500
Harbor District Inc 600 E Greenfield Ave 124 Milwaukee, WI 53204	None	PC	Public Access to Waterfront	15,000
Homes for Our Troops 6 Main Street Taunton, MA 02780	None	PC	General Support	200
Horizon Home Care Hospice 8949 North Deerbrook Trail Milwaukee, WI 53223	None	PC	General Support	200
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Horse North Rescue of Kingsley PO Box 76 Kingsley, MI 49649	None	PC	General Support	300
Hospice of Michigan 989 Spaulding SE Ada, MI 49301	None	PC	Life Matters Comprehensive Campaign	60,000
Human Rights Watch 350 Fifth Avenue 34th Floor New York, NY 10118	None	PC	General Support	300
Humane Society International 2100 L St NW Washington, DC 20037	None	PC	General Support	200
Hunger Task Force 201 S Hawley Court Milwaukee, WI 53214	None	PC	Emergency Food, Summer Meals, Environmental	25,000
Total ► 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Innocence Project Inc 40 Worth St Suite 701 New York, NY 10013	None	PC	General Support	500
Institute for Journalism and Natural Resources 114 W Pine St 12 Missoula, MT 59802	None	PC	Great Lakes Energy & Ecology Institute	15,000
Interlochen Center for the Arts PO Box 199 Interlochen, MI 49643	None	PC	Camp & Academy Scholarship	20,000
International Crane Foundation PO Box 447 Baraboo, WI 53913	None	PC	General Support	200
International Medical Corps 1919 Santa Monica Blvd Suite 400 Santa Monica, CA 90404	None	PC	General Support	500
Total 				2,476,850
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
International Planned Parenthood Federation 120 Wall Street 9th Floor New York, NY 10005	None	PC	General Support	500
International Rescue Committee 122 East 42nd Street New York, NY 10168	None	PC	General Support	200
League of Women Voters Education Fund 1730 M Street NW Suite 1000 Washington, DC 20036	None	PC	General Support	500
Leelanau Conservancy 105 1st Street Leland, MI 49654	None	PC	Water Quality and Farmland Protection	50,000
Leelanau Conservancy 105 1st Street Leland, MI 49654	None	PC	Leelanau Forever	16,666
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Life Navigators 7203 W Center St Wauwatosa, WI 53210	None	PC	General Support	200
Lupus Foundation of America 2000 L Street NW Suite 410 Washington, DC 20036	None	PC	General Support	100
Massachusetts General Hospital 55 Fruit St Boston, MA 02114	None	PC	General Support	500
Mayflower Congregational Church 2345 Robinson Rd SE Grand Rapids, MI 49506	None	PC	Gloria Concert	4,000
Mequon Nature Preserve 8200 W County Line Road Mequon, WI 53097	None	PC	County Line Road Project	30,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Mercy Corps PO Box 2669 Dept W Portland, OR 97208	None	PC	General Support	200
Metro Arts Inc 0240 SW Canby Street Portland, OR 97219	None	PC	Capacity Building/ Young Artists Debut ¹	20,000
Michigan League of Conservation Voters Education Fund 3029 Miller Rd Ann Arbor, MI 48103	None	PC	Public Education	5,000
Michigan League of Conservation Voters Education Fund 3029 Miller Rd Ann Arbor, MI 48103	None	PC	General Support	20,000
Milwaukee Chamber Theatre 158 N Broadway Milwaukee, WI 53202	None	PC	General Support	200
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Milwaukee Environmental Consortium 1845 N Farwell Ave 100 Milwaukee, WI 53202	None	PC	Milwaukee Water Commons Water School	10,000
Milwaukee Habitat for Humanity 3726 North Booth Street Milwaukee, WI 53212	None	PC	General Support	300
Milwaukee Repertory Theater 108 E Wells St Milwaukee, WI 53202	None	PC	General Support	300
Milwaukee Rescue Mission 830 N 19th Street Milwaukee, WI 53233	None	PC	General Support	500
Milwaukee Riverkeeper 1845 N Farwell Ave 100 Milwaukee, WI 53202	None	PC	Public Ally and Trinity Fellow	62,700
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Milwaukee Riverkeeper 1845 N Farwell Ave 100 Milwaukee, WI 53202	None	PC	WI Compact Implementation Coalition	10,000
Mote Marine Laboratory Inc 1600 Ken Thompson Pkwy Sarasota, FL 34236	None	PC	Coral Reef Restoration	25,000
National Arbor Day Foundation 100 Arbor Avenue Nebraska City, NE 68410	None	PC	General Support	100
National Audubon Society 225 Varick Street 7th Floor New York, NY 10014	None	PC	General Support	200
National Parks Conservation Association 8 South Michigan Ave Suite 2900 Chicago, IL 60603	None	PC	HOW 2016 Scholarships & Outreach	15,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Natural Resources Defence Council 40 West 20th Street New York, NY 10011	None	PC	Clean Water Rule	25,000
Natural Resources Defense Council 40 West 20th Street New York, NY 10011	None	PC	General Support	200
Natural Resources Foundation of Wisconsin 116 King St Madison, WI 53703	None	PC	General Support	500
Neighborhood House of Milwaukee Inc 2819 W Richardson PL milwaukee, WI 53208	None	PC	Environmental Stewardship Project	5,000
Neu Life Community Resource Center 2014 W North Ave Milwaukee, WI 53206	None	PC	General Support	200
Total 				2,476,850
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Nothing but Nets (UN Foundation) PO Box 96539 Washington, DC 20077	None	PC	General Support	200
NPH USA (formerly Friends of the Orphans) 134 North La Salle Street Chicago, IL 60602	None	PC	General Support	200
Ocean Conservancy 1300 19th Street NW Washington, DC 20036	None	PC	General Support	200
Opera Grand Rapids 1320 East Fulton Grand Rapids, MI 49503	None	PC	Childrens Opera	10,000
Opera Theater Oregon 211 SE Caruthers St Portland, OR 97214	None	PC	Two Yosemite	2,500
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Orbis 520 8th Avenue 11th Floor New York, NY 10018	None	PC	General Support	400
Oregon Public Broadcasting 7140 SW Madadam Ave Portland, OR 97219	None	PC	General Support	500
Oregon Symphony 921 SW Washington Ste 200 Portland, OR 97205	None	PC	General Support	50,000
Oregon Symphony 921 SW Washington Ste 200 Portland, OR 97205	None	PC	Percussion Enhancements	17,000
Oregon Symphony 921 SW Washington Ste 200 Portland, OR 97205	None	PC	General Support	100,000
Total 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Oregon Symphony 921 SW Washington Ste 200 Portland, OR 97205	None	PC	Audience and Donor Capacity	68,946
Oxfam America 226 Causeway Street 5th Floor Boston, MA 02114	None	PC	General Support	300
Ozaukee County Planning & Parks Dept 121 W Main Street PO Box 994 Port Washington, WI 53074	None	GOV	Kaul Creek	10,000
Ozaukee County Planning & Parks Dept 121 W Main Street PO Box 994 Port Washington, WI 53074	None	GOV	Virmond County Park	35,000
Ozaukee Washington Land Trust PO Box 917 West Bend, WI 53095	None	PC	Mequon Preservation Partners	10,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
a <i>Paid during the year</i>				
Parallel 45 PO Box 1829 Traverse City, MI 49685	None	PC	General Support	200
Partners in Health 326 W 64th St Chicago, IL 60621	None	PC	General Support	200
Peabody Institute of the Johns Hopkins University 1 E Mt Vernon Pl Baltimore, MD 21202	None	PC	Percussion Scholarship & Programming	50,000
Phoenix Society 1835 RW Berends Dr SW Grand Rapids, MI 49519	None	PC	Scholarships World Burn Congress	6,000
Planned Parenthood Federation of America 434 W 33rd Street New York, NY 10001	None	PC	General Support	500
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
a <i>Paid during the year</i>				
Planned Parenthood of West Northern MI 1003 Spring St Petoskey, MI 49770	None	PC	Safer Choices	15,000
Planned Parenthood of Wisconsin Inc 3020 N Jackson Street Milwaukee, WI 53202	None	PC	General Support	500
Port Washington Historical Society 205 N Franklin St Port Washington, WI 53074	None	PC	Lake Michigan Learning Lab at the Port Exploreum	12,000
Prairie Biotic Research PO Box 5424 Madison, WI 53705	None	PC	Small Grants Program	5,000
Princeton Area Community Foundation 15 Princess Rd Lawrenceville, NJ 08648	None	PC	General Support	100
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Project Hope 255 Carter Hall Lane Millwood, VA 22646	None	PC	General Support	200
River Alliance of Wisconsin 147 S Butler St 2 Madison, WI 53703	None	PC	General Support	500
River Revitalization Foundation 2134 N Riverboat Road Milwaukee, WI 53212	None	PC	Milwaukee River greenway restoration	15,000
Riveredge Nature Center 4458 County Rd Y Saukville, WI 53080	None	PC	Scientist in Residence	5,000
Save the Children 54 Wilton Road Westport, CT 06880	None	PC	General Support	500
Total 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Second Chance Rescue 5603 Church Rd Boyne City, MI 49712	None	PC	General Support	500
Sesame Workshop 1 Lincoln Plaza New York, NY 10023	None	PC	General Support	100
Smile Train PO Box 96231 Washington, DC 20090	None	PC	General Support	200
Smithsonian Institution PO Box 9016 Pittsfield, MA 01202	None	PC	General Support	100
So Percussion 233 Norman Ave 309 Brooklyn, NY 11222	None	PC	Summer Institute	15,000
Total ▶ 3a				2,476,850

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Name and address (home or business)				
a <i>Paid during the year</i>				
So Percussion 233 Norman Ave 309 Brooklyn, NY 11222	None	PC	Future Fund	15,000
Sojourner Family Peace Center PO Box 080319 Milwaukee, WI 53208	None	PC	General Support	300
Southern Poverty Law Center 900 Washinton Ave Montgomery, AL 36104	None	PC	General Operations	5,000
St Cecilia Music Center 25 Ransom Ave NE Grand Rapids, MI 49503	None	PC	Music Lives Here Campaign	50,000
St Jude Children's Hospital 501 St Jude Place Memphis, TN 38105	None	PC	General Support	100
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
TART Trails Po Box 252 Traverse City, MI 49685	None	PC	August 2015 Storm Recovery	10,000
Techno Serve 1 Mechanic Street Norwalk, CT 06850	None	PC	General Support	200
The Carter Center 1 Copenhill 453 Freedom Pkwy Atlanta, GA 30307	None	PC	General Support	300
The Michael J Fox Foundation for Parkinson's Research PO Box 4777 New York, NY 10163	None	PC	General Support	300
The Nature Conservancy Michigan 101 E Grand River Ave Lansing, MI 48906	None	PC	Eastern Lake Michigan Coastal Invasives	5,000
Total ▶ 3a				2,476,850

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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 <i>Paid during the year</i>				
The Nature Conservancy WI 633 W Main St Madison, WI 53703	None	PC	General Support	500
Third Angle New Music Ensemble PO Box 28225 Portland, OR 97228	None	PC	General Support	10,000
Together Wisconsin Inc 700 Rayovac Drive Madison, WI 53711	None	PC	General Support	50,000
United Performing Arts Fund 929 N Water Street Milwaukee, WI 53202	None	PC	General Support	300
Urban Ecology Center 1500 E Park Place Milwaukee, WI 53211	None	PC	General Support	60,000
Total ▶ 3a				2,476,850

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Name and address (home or business)				
a <i>Paid during the year</i>				
USA for UNHCR 1775 K Street NW Suite 290 Washington, DC 20006	None	PC	General Support	200
UWM Foundation 600 E Greenfield Ave Milwaukee, WI 53204	None	PC	School of Freshwater Sciences Water Science Literacy	40,000
UWM Foundation 600 E Greenfield Ave Milwaukee, WI 53204	None	PC	WUWM Environmental Reporter	15,000
Virunga Fund Inc 50 Court Street Suite 712 Brooklyn, NY 11201	None	PC	General Support	500
Vision Forward 912 Hawley road Milwaukee, WI 53213	None	PC	Music Therapy Program	5,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Vision Forward 912 Hawley road Milwaukee, WI 53213	None	PC	Technology and Education Center	10,000
Volunteers of America of Wisconsin 1661 North Water Street Suite 401 Milwaukee, WI 53202	None	PC	General Support	300
Walnut Way Conservation Corp 2240 N 17th St Milwaukee, WI 53205	None	PC	The Commons-Green Infrastructure/ Environmental Education purposes	5,000
West Michigan Environmental Action Council 1007 Lake Dr SE Grand Rapids, MI 49506	None	PC	Teach for Watershed (T4W) Program	7,061
Weyenberg Public Library Foundation Inc 11345 N Cedarburg Rd Mequon, WI 53092	None	PC	General Support	200
Total 				2,476,850
3a				

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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 <i>Paid during the year</i>				
WGBH One Guest Street Boston, MA 02135	None	PC	General Support	300
Wisconsin Historical Foundation 816 State Street Madison, WI 53706	None	PC	City Built on Water Book John Gurda	10,000
Wisconsin Humane Society 630 W Dekora Street Saukville, WI 53080	None	PC	General Support	500
Wisconsin League of Conservation Voters Institute 133 S Butler Street 320 Madison, WI 53703	None	PC	General Support	25,000
Wisconsin Voices 633 S Hawley Rd St 112 Milwaukee, WI 53214	None	PC	General Support	7,000
Total ▶ 3a				2,476,850

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Wisconsin Voices 634 S Hawley Rd St 112 Milwaukee, WI 53215	None	PC	General Support	25,000
Wisconsin Wetlands Association 214 N Hamilton St Ste 201 Suite 201 Madison, WI 53703	None	PC	Mequon Preservation Partners	15,000
World Wildlife Fund 1250 24th Street NW Washington, DC 20037	None	PC	General Support	500
YWCA West Central Michigan 25 Sheldon Boulevard SE Grand Rapids, MI 49503	None	PC	Nurse Examiner Program	6,000
Pacific Institute 12101 Tukwila International Blvd 330 Seattle, WA 98168	None	PC	General Support	20,000
Total ► 3a				2,476,850

TY 2016 Accounting Fees Schedule**Name:** The Brookby Foundation**EIN:** 38-3202330

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	17,393	8,697		8,697

TY 2016 Investments Corporate Bonds Schedule**Name:** The Brookby Foundation**EIN:** 38-3202330

Name of Bond	End of Year Book Value	End of Year Fair Market Value
OTHER BONDS	2,137,359	2,200,737
CORPORATE BONDS	6,488,132	6,459,253

TY 2016 Investments Corporate Stock Schedule**Name:** The Brookby Foundation**EIN:** 38-3202330

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITIES	24,707,153	26,313,053

TY 2016 Investments - Other Schedule**Name:** The Brookby Foundation**EIN:** 38-3202330

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MICH-CAL INVESTMENTS L.P.	AT COST	1,669,683	2,085,002
COMMODITITES	AT COST	2,129,169	1,855,219
BGLP PARTNERSHIP INTEREST	AT COST	289,535	290,333

TY 2016 Other Expenses Schedule**Name:** The Brookby Foundation**EIN:** 38-3202330**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BG INVESTMENT - NONDEDUCTIBLE	528	0		0
INSURANCE	333	0		333
MEMBERSHIPS	1,350	0		1,350
MICH-CAL INV - NONDEDUCTIBLE	1,819	0		0
OFFICE EXPENSES	1,135	0		1,135
PAYROLL PROCESSING FEES	638	0		638
UTILITIES	781	0		781
Equipment	16	0		16

TY 2016 Other Income Schedule**Name:** The Brookby Foundation**EIN:** 38-3202330**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Miscellaneous investment income	73	0	73
Income from NT Investment	622	622	622
To Adjust Securities Account	707	707	707

TY 2016 Other Professional Fees Schedule**Name:** The Brookby Foundation**EIN:** 38-3202330

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	74,742	74,742		0

TY 2016 Taxes Schedule**Name:** The Brookby Foundation**EIN:** 38-3202330

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NORTHERN TRUST FOREIGN TAXES	18,301	18,301		0
BG FOREIGN TAXES	5	5		0
FEDERAL TAXES	146,500	0		0
MICH-CAL FOREIGN TAXES	390	390		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization The Brookby Foundation	Employer identification number 38-3202330

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 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 other 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 33¹/₃% 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. Do not 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 is not covered by the General Rule and/or the Special Rules does not 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization The Brookby Foundation	Employer identification number 38-3202330
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CLAT ANNUITY PO Box 803878 Chicago, IL60680	\$ 2,083,858	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

38-3202330

Part II	Noncash Property
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[illegible]

Name of organization The Brookby Foundation	Employer identification number 38-3202330
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	