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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2016

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

For calendar year **2016** or tax year beginning **2016**, and ending **20**

Name of foundation: **GRASSLAND TRUST DATED MAY 24, 1997**

Number and street (or P O box number if mail is not delivered to street address): **P.O. BOX 803878**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **CHICAGO, IL 60680**

A Employer identification number
38-3357237

B Telephone number (see instructions)
312-630-6000

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

G Check all that apply:
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 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) **\$ 12,030,481.**

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

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)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	282,809.	282,809.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	12,714.			
b	Gross sales price for all assets on line 6a	41,356.			
7	Capital gain net income (from Part IV, line 2)		12,714.		
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)	-2,615.			STMT 2
12	Total. Add lines 1 through 11	292,908.	295,523.		
13	Compensation of officers, directors, trustees, etc.	19,883.	17,895.		1,988.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)	4,558.	NONE	NONE	4,548.
b	Accounting fees (attach schedule)	975.	488.	NONE	487.
c	Other professional fees (attach schedule)	31,051.	31,051.		
17	Interest				
18	Taxes (attach schedule) (see instructions)	7,382.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23.	63,849.	49,434.	NONE	7,023.
25	Contributions, gifts, grants paid	645,500.			645,500.
26	Total expenses and disbursements. Add lines 24 and 25	709,349.	49,434.	NONE	652,523.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-416,441.			
b	Net investment income (if negative, enter -0-)		246,089.		
c	Adjusted net income (if negative, enter -0-)				

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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		1,726,237.	1,726,327.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	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)	6,428,183.	5,793,070.	7,903,255.
	c	Investments - corporate bonds (attach schedule)	4,540,917.	2,506,486.	2,400,899.
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	10,969,100.	10,025,793.	12,030,481.	
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)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	10,969,100.	10,025,793.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund.			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	10,969,100.	10,025,793.	
31	Total liabilities and net assets/fund balances (see instructions)	10,969,100.	10,025,793.		

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)	10,969,100.
2	Enter amount from Part I, line 27a	-416,441.
3	Other increases not included in line 2 (itemize) ▶	
4	Add lines 1, 2, and 3	10,552,659.
5	Decreases not included in line 2 (itemize) ▶ TAX COST ETC. ADJ.	526,866.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	10,025,793.

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.)
1 a PUBLICLY TRADED SECURITIES				
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 41,356.		28,642.	12,714.	
b				
c				
d				
e				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			12,714.	
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	12,714.
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	{ 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

(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	302,795.	11,181,625.	0.027080
2014	447,675.	11,469,910.	0.039030
2013	313,659.	10,431,507.	0.030068
2012	620,193.	9,623,228.	0.064448
2011	740,160.	10,123,622.	0.073112
2 Total of line 1, column (d)			2 0.233738
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 0.046748
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 10,949,895.
5 Multiply line 4 by line 3.			5 511,886.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 2,461.
7 Add lines 5 and 6.			7 514,347.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 652,523.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	2,461.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	2,461.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	2,461.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	6,110.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	6,110.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,649.
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 3,649. Refunded <input checked="" type="checkbox"/> 11	11	

Part VII-A Statements Regarding Activities

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

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 Yes No 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 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes No X
14 The books are in care of NORTHERN TRUST Telephone no Located at PO BOX 803878, CHICAGO, IL ZIP+4 60680
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? 16 Yes No X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b Yes No X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? 1c Yes No X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b Yes No X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X 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 Yes No X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes No X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b Yes No X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NORTHERN TRUST CHICAGO, IL	TRUSTEE	19,883.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 NONE

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		NONE

Total number of others receiving over \$50,000 for professional services NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,116,645.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	11,116,645.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	11,116,645.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	166,750.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,949,895.
6	Minimum investment return. Enter 5% of line 5	6	547,495.

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	547,495.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,461.
b	Income tax for 2016. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,461.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	545,034.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	545,034.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	545,034.

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	652,523.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	652,523.
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	2,461.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	650,062.

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				545,034.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			520,068.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2016.				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>652,523.</u>				
a Applied to 2015, but not more than line 2a			520,068.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				132,455.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				412,579.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

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

NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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.

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 11				645,500.
Total ▶ 3a				645,500.
b <i>Approved for future payment</i>				
Total ▶ 3b				

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS ETC.	282,809.	282,809.
TOTAL	282,809.	282,809.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME ETC.	-2,615.
TOTALS	----- -2,615. =====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
SCHIFF HARDIN	4,558.			4,548.
TOTALS	4,558.	NONE	NONE	4,548.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	975.	488.		487.
TOTALS	975.	488.	NONE	487.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WEST MICHIGAN BANK AND TRUST	31,051.	31,051.
TOTALS	31,051.	31,051.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----
EXCISE	7,382.
TOTALS	----- 7,382. =====

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RECIPIENT NAME:
 GODS PRECIOUS CHILDREN
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
 EVANGELICAL LUTHERAN CHURCH
 UPPER SUSQUAHANNA SYNOD
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 150,000.

RECIPIENT NAME:
 LOAVES & FISHES
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
 AMERICAN LUTHERAN CHURCH
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
VINCE GRANT HALL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
FELLOWSHIP HALL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
SOUTHWEST CHEMICAL DEPENDENCY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
NORTHWOODS DISCOVERY SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:
 ANGEL MANOR
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
 MOUNT OLIVE LUTHERAN CHURCH
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 150,000.

RECIPIENT NAME:
 LIVINGSTON HEALTHCARE FOUNDATION
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
 AMERICAN LUTHERAN CHURCH
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:
LIVINGSTON HEALTHCARE FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
KAYLYN ELAINE WARREN FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
LOAVE & FISHES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
MOUNT OLIVE LUTHERAN CHURCH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

=====

RECIPIENT NAME:

NORTHWOODS DISCOVERY SCHOOL

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

EVANGELICAL LUTHERAN CHURCH

UPPER SUSQUEHANNA SYNOD

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 60,000.

RECIPIENT NAME:

MOUNT OLIVE LUTHERAN CHURCH

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 75,000.

TOTAL GRANTS PAID:

645,500.

=====

Foundation

Account number 0233651

31 DEC 16

◆ Asset Detail - Base Currency

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Description / Asset ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities								
Common stock								
Switzerland - USD								
ADR NOVARTIS AG CUSIP 66987V109 NVS	2,000,000	72.84	0.00	145,680.00	108,756.00	36,924.00	0.00	36,924.00
Total USD				145,680.00	108,756.00	36,924.00	0.00	36,924.00
Total Switzerland								
United Kingdom - USD								
ADR BP P L C SPONSORED ADR CUSIP 055622104 BP	5,486,000	37.38	0.00	205,066.68	15,199.12	189,867.56	0.00	189,867.56
Total USD				205,066.68	15,199.12	189,867.56	0.00	189,867.56
Total United Kingdom								
United States - USD								
3M CO COM CUSIP 88579Y101	4,410,000	178.57	0.00	787,493.70	317,092.63	470,401.07	0.00	470,401.07
5TH 3RD BANCORP COM CUSIP 316773100 FITB	11,700,000	26.97	1,638.00	315,549.00	1,242.66	314,306.34	0.00	314,306.34
ARCHER-DANIELS-MIDLAND CO COM CUSIP 039463102								
ARCONIC INC COM CUSIP 03965L100	1,276,000	45.65	0.00	58,249.40	22,355.31	35,894.09	0.00	35,894.09
Total USD				288,389.70	1,172,885.01	-884,495.31	0.00	-884,495.31

Foundation

Account number 0233651

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
United States - USD							
BAKER HUGHES INC COM CUSIP 057224107 BHI	64.97	0.00	324,850.00	432,465.00	-107,615.00	0.00	-107,615.00
BOEING CO COM CUSIP 097023105							
8,515,000	155.68	0.00	1,325,615.20	841,707.75	483,907.45	0.00	483,907.45
CATERPILLAR INC COM CUSIP 149123101 CAT							
7,300,000	92.74	0.00	677,002.00	495,393.41	181,608.59	0.00	181,608.59
COCA COLA CO COM CUSIP 191216100							
14,800,000	41.46	0.00	613,608.00	171,891.50	441,716.50	0.00	441,716.50
COM ALCOA CORPORATION COM USD0.01 CUSIP 013872106							
5,185,000	28.08	0.00	145,594.80	428,197.91	-282,603.11	0.00	-282,603.11
DEERE & CO COM CUSIP 244199105 DE							
12,815,000	103.04	7,689.00	1,320,457.60	932,651.77	387,805.83	0.00	387,805.83
DOW CHEMICAL CO COM CUSIP 260543103							
624,000	57.22	287.04	35,705.28	3,639.11	32,066.17	0.00	32,066.17
DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109 DD							
13,300,000	73.40	0.00	976,220.00	609,583.71	366,636.29	0.00	366,636.29
HALLIBURTON CO COM CUSIP 406216101 HAL							
4,000,000	54.09	0.00	216,360.00	41,060.92	175,299.08	0.00	175,299.08

Foundation

Account number 02336651

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAF value							
Equity Securities							
Common stock							
United States - USD							
KEYCORP NEW COM CUSIP 493267108 KEY	18.27	0.00	134,284.50	45,653.79	88,630.71	0.00	88,630.71
NOBLE ENERGY INC COM CUSIP 655044105 NBL	38.06	0.00	152,240.00	32,801.25	119,438.75	0.00	119,438.75
RAYTHEON CO USD00 01 CUSIP 755111507	142.00	366.25	71,000.00	23,925.00	47,075.00	0.00	47,075.00
Total USD		9,980.29	7,442,619.18	5,572,546.73	1,870,072.45	0.00	1,870,072.45
Total United States		9,980.29	7,442,619.18	5,572,546.73	1,870,072.45	0.00	1,870,072.45
Total Common Stock		9,980.29	7,793,366.86	5,696,501.85	2,096,864.01	0.00	2,096,864.01
Other equity							
United States - USD							
WEYERHAEUSER CO COM CUSIP 962166104	30.09	0.00	109,888.68	96,568.08	13,320.60	0.00	13,320.60
Total USD		0.00	109,888.68	96,568.08	13,320.60	0.00	13,320.60
Total United States		0.00	109,888.68	96,568.08	13,320.60	0.00	13,320.60
Total Other Equity		0.00	109,888.68	96,568.08	13,320.60	0.00	13,320.60
Total Equity Securities		9,980.29	7,903,254.54	5,793,069.93	2,110,184.61	0.00	2,110,184.61
127,468.000							

*Generated by Northern Trust from reviewed periodic data on 1 Jun 17 B003

Northern Trust

Foundation

Account number 0233651

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◆ Asset Detail - Base Currency

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Description / Asset ID	Investment Mtr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Fixed Income Securities								
Corporate/government								
United States - USD								
MFO FEDT US GOVT SEC FD 2-5 YRS OPEN ENDFD CUSIP	31428P103							
220,873,900		10.87	0.00	2,400,899.29	2,506,486.49	-105,587.20	0.00	-105,587.20
Issue Date	31 Aug 08							
Total USD			0.00	2,400,899.29	2,506,486.49	-105,587.20	0.00	-105,587.20
Total United States			0.00	2,400,899.29	2,506,486.49	-105,587.20	0.00	-105,587.20
Total Corporate/Government			0.00	2,400,899.29	2,606,486.49	-105,587.20	0.00	-105,587.20
Total Fixed Income Securities			0.00	2,400,899.29	2,606,486.49	-105,587.20	0.00	-105,587.20
Cash and Short Term Investments								
Short term								
USD - United States dollar								
		1.00	207.99	1,726,237.40	1,726,237.40	0.00	0.00	0.00
Total short term - all currencies			207.99	1,726,237.40	1,726,237.40	0.00	0.00	0.00
Total short term - all countries			207.99	1,726,237.40	1,726,237.40	0.00	0.00	0.00
Total Short Term			207.99	1,726,237.40	1,726,237.40	0.00	0.00	0.00
Total Cash and Short Term Investments			207.99	1,726,237.40	1,726,237.40	0.00	0.00	0.00

*Generated by Northern Trust from reviewed periodic data on 1 Jun 17 B003

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Foundation

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr. ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss	
					Market	Translation
Shares/PAR value			12,030,391.23	10,025,793.82	2,004,697.41	0.00
Total		10,188.28	12,030,391.23	10,025,793.82	2,004,697.41	0.00

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