



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation****or Section 4947(a)(1) Trust Treated as Private Foundation**

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

2016**Open to Public
Inspection****For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016**

<p>Name of foundation THE RICHARD K THOMPSON FOUNDATION</p> <p>Number and street (or P O box number if mail is not delivered to street address) 24417 GROESBECK HIGHWAY</p> <p>City or town, state or province, country, and ZIP or foreign postal code WARREN, MI 480894786</p> <p>G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p> <p>H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 18,503,286</p>		<p>A Employer identification number 38-3447218</p> <p>B Telephone number (see instructions) (586) 773-5460</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>			
		<p>J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>			
<p>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))</p>		<p>(a) Revenue and expenses per books</p>	<p>(b) Net investment income</p>	<p>(c) Adjusted net income</p>	<p>(d) Disbursements for charitable purposes (cash basis only)</p>
<p>Revenue</p> <p>1 Contributions, gifts, grants, etc., received (attach schedule)</p> <p>2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B</p> <p>3 Interest on savings and temporary cash investments 231 231</p> <p>4 Dividends and interest from securities 325,411 325,411</p> <p>5a Gross rents</p> <p>b Net rental income or (loss)</p> <p>6a Net gain or (loss) from sale of assets not on line 10 332,114</p> <p>b Gross sales price for all assets on line 6a 332,114</p> <p>7 Capital gain net income (from Part IV, line 2) 332,114</p> <p>8 Net short-term capital gain</p> <p>9 Income modifications</p> <p>10a Gross sales less returns and allowances</p> <p>b Less Cost of goods sold</p> <p>c Gross profit or (loss) (attach schedule)</p> <p>11 Other income (attach schedule)</p> <p>12 Total. Add lines 1 through 11 657,756 657,756</p>					
<p>Operating and Administrative Expenses</p> <p>13 Compensation of officers, directors, trustees, etc 0 0 0</p> <p>14 Other employee salaries and wages</p> <p>15 Pension plans, employee benefits</p> <p>16a Legal fees (attach schedule)</p> <p>b Accounting fees (attach schedule)</p> <p>c Other professional fees (attach schedule)</p> <p>17 Interest</p> <p>18 Taxes (attach schedule) (see instructions) 5,776 0 0</p> <p>19 Depreciation (attach schedule) and depletion</p> <p>20 Occupancy</p> <p>21 Travel, conferences, and meetings</p> <p>22 Printing and publications</p> <p>23 Other expenses (attach schedule)</p> <p>24 Total operating and administrative expenses.</p> <p>Add lines 13 through 23 5,776 0 0</p> <p>25 Contributions, gifts, grants paid 944,060 944,060</p> <p>26 Total expenses and disbursements. Add lines 24 and 25 949,836 0 944,060</p> <p>27 Subtract line 26 from line 12</p> <p>a Excess of revenue over expenses and disbursements</p> <p>b Net investment income (if negative, enter -0-)</p> <p>c Adjusted net income (if negative, enter -0-) -292,080 657,756</p>					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets					
1	Cash—non-interest-bearing				
2	Savings and temporary cash investments		299,915	154,067	154,067
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)		209,776	217,887	337,672
c	Investments—corporate bonds (attach schedule)				
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)		16,520,478	17,166,135	18,011,547
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)		17,030,169	17,538,089	18,503,286
Liabilities					
17	Accounts payable and accrued expenses		50	50	
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons			800,000	
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ► _____)				
23	Total liabilities (add lines 17 through 22)		50	800,050	
Net Assets or Fund Balances					
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds		100	100	
28	Paid-in or capital surplus, or land, bldg , and equipment fund		0	0	
29	Retained earnings, accumulated income, endowment, or other funds		17,030,019	16,737,939	
30	Total net assets or fund balances (see instructions)		17,030,119	16,738,039	
31	Total liabilities and net assets/fund balances (see instructions)		17,030,169	17,538,089	

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	17,030,119
2	Enter amount from Part I, line 27a	2	-292,080
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	16,738,039
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	16,738,039

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 CAPITAL GAINS DIVIDENDS			P		
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	332,114			332,114	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				332,114	
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	332,114
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

 Yes No

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

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	774,630	13,586,114	0 057016
2014	273,715	6,969,868	0 039271
2013	174,950	3,508,305	0 049867
2012	179,154	3,104,008	0 057717
2011	180,073	2,987,974	0 060266
2 Total of line 1, column (d)			0 264137
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			0 052827
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			17,509,505
5 Multiply line 4 by line 3			924,975
6 Enter 1% of net investment income (1% of Part I, line 27b)			6,578
7 Add lines 5 and 6			931,553
8 Enter qualifying distributions from Part XIII, line 4			944,060

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 ► <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	6,578
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	0
3	Add lines 1 and 2.	3	6,578
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	6,578
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	788
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	5,788
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	45
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	835
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ►	Refunded	11

Part VII-A Statements Regarding Activities

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	Yes	No
	<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	Yes	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	Yes	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	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	No
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	Yes	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	No
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	No
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	No
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	Yes	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	Yes	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? 13 Yes

Website address ►N/A

14 The books are in care of ►DOEREN MAYHEW Telephone no ►(248) 244-3000

Located at ►305 W BIG BEAVER RD SUITE 200 TROY MI ZIP+4 ►48084

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

See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

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

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

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? □ Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? □ Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? □ Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? □ Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? □ Yes No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). □ Yes No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ► □ 1b No

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? If "Yes," list the years ► 20____, 20____, 20____, 20____ □ Yes No

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)? 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? 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?

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).

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
RICHARD K THOMPSON 24417 GROESBECK HWY WARREN, MI 480894786	PRES/TREAS/SECY 1 25	0	0	0
LINDA DAVIS 39120 VENETIAN DRIVE HARRISON TOWNSHIP, MI 48045	DIRECTOR 0 00	0	0	0

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

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 NONE	0
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	0
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	17,523,723
b	Average of monthly cash balances.	1b	252,424
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	17,776,147
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	17,776,147
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	266,642
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,509,505
6	Minimum investment return. Enter 5% of line 5.	6	875,475

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign**Part XI** organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6.	1	875,475
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	6,578
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,578
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	868,897
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	868,897
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	868,897

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	944,060
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	944,060
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	6,578
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	937,482
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				868,897
2 Undistributed income, if any, as of the end of 2016			0	
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.	24,068			
c From 2013.	1,157			
d From 2014.				
e From 2015.	100,446			
f Total of lines 3a through e.	125,671			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 944,060			0	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				868,897
e Remaining amount distributed out of corpus	75,163			
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	200,834			
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.	200,834			
10 Analysis of line 9				
a Excess from 2012.	24,068			
b Excess from 2013.	1,157			
c Excess from 2014.				
d Excess from 2015.	100,446			
e Excess from 2016.	75,163			

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
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))
RICHARD K THOMPSON

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	231	
4 Dividends and interest from securities.			14	325,411	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	332,114	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).		0		657,756	
13 Total. Add line 12, columns (b), (d), and (e).					657,756

(See worksheet in line 13 instructions to verify calculations)

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

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)				
<i>a Paid during the year</i>				
ANGELS OF HOPE 14281 BOURNEMUTH SHELBY TOWNSHIP, MI 48315	NONE	PC	GENERAL SUPPORT	500
AMERICAN CANCER SOCIETY PO BOX 30280 LANSING, MI 48909	NONE	PC	GENERAL SUPPORT	600
AMERICAN HEART ASSOCIATION 24445 NW HIGHWAY SOUTHFIELD, MI 48075	NONE	PC	GENERAL SUPPORT	250
AMERICAN LUNG ASSOCIATION PO BOX 5095 SOUTHFIELD, MI 48086	NONE	PC	GENERAL SUPPORT	250
BEHAVIORAL CARE SOLUTIONS 28800 RYAN ROAD SUITE 320 WARREN, MI 48082	NONE	PC	GENERAL SUPPORT	25,000
Total				944,060
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 Paid during the year				
CS MOTT ANNUAL FUND 3003 SOUTH STATE STREET STE 9000 ANN ARBOR, MI 48109	NONE	PC	GENERAL SUPPORT	35,000
CAPUCHIN SOUP KITCHEN 1820 MT ELLIOT AVE DETROIT, MI 48207	NONE	PC	GENERAL SUPPORT	25,000
CHARITY NAVIGATOR PO BOX 6002 BELLMAWR, NJ 080996002	NONE	PC	GENERAL SUPPORT	100
CHICAGO AREA COUNCIL BOY SCOUTS OF AMERICA 1218 WEST ADAMS ST CHICAGO, IL 60607	NONE	PC	GENERAL SUPPORT	1,000
CLARKSTON SCAMP 6389 CLARKSTON ROAD CLARKSTON, MI 48346	NONE	PC	GENERAL SUPPORT	5,000
Total				944,060
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 Paid during the year				
CLINTON RIVER WATERSHED COUNCIL 101 MAIN STREET ROCHESTER, MI 48307	NONE	PC	GENERAL SUPPORT	2,000
COVENANT HOUSE 2959 MARTIN LUTHER KING DETROIT, MI 48208	NONE	PC	GENERAL SUPPORT	151,200
CROSSROADS OF MICHIGAN 2424 WEST GRAND BOULEVARD DETROIT, MI 48208	NONE	PC	GENERAL SUPPORT	93,000
DETROIT PUBLIC TELEVISION 7441 SECOND AVENUE DETROIT, MI 48202	NONE	PC	GENERAL SUPPORT	250
DETROIT RESCUE MISSION MINISTRIES PO BOX 312087 DETROIT, MI 48231	NONE	PC	GENERAL SUPPORT	45,000
Total				944,060
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)				
<i>a Paid during the year</i>				
FAMILIES AGAINST NARCOTICS 33000 GARFIELD FRASER, MI 48026	NONE	PC	GENERAL SUPPORT	25,000
FORGOTTEN HARVEST 21800 GREENFIELD ROAD OAK PARK, MI 48237	NONE	PC	GENERAL SUPPORT	45,000
GRACE CENTERS OF HOPE 35 E HURON ST PONTIAC, MI 48342	NONE	PC	GENERAL SUPPORT	50,000
HEAL 22380 STARKS DRIVE CLINTON TOWNSHIP, MI 48036	NONE	PC	GENERAL SUPPORT	2,000
HUMANE SOCIETY OF MACOMB 11350 22 MILE ROAD UTICA, MI 48317	NONE	PC	GENERAL SUPPORT	500
Total				944,060
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 Paid during the year				
KENSINGTON COMMUNITY CHURCH 1825 EAST SQUARE LAKE ROAD TROY, MI 48085	NONE	PC	GENERAL SUPPORT	39,200
LASALLIAN FUND DE LA SALLE COLLEGIATE 14600 COMMON ROAD WARREN, MI 48088	NONE	PC	GENERAL SUPPORT	5,000
MACKINAC CENTER FOR PUBLIC POLICY 140 WEST MAIN STREET MIDLAND, MI 48640	NONE	PC	GENERAL SUPPORT	10,000
MACOMB COUNTY INTERFAITH VOLUNTEER CAREGIVERS 8075 RITTER CENTER LINE, MI 48015	NONE	PC	GENERAL SUPPORT	15,000
MARCH OF DIMES 1275 MAMARONECK WHITE PLAINS, NY 10605	NONE	PC	GENERAL SUPPORT	1,000
Total				944,060
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 Paid during the year				
NATIONAL RIGHT TO WORK LEGAL DEFENSE & EDUCATION FOUNDATION INC 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	NONE	PC	GENERAL SUPPORT	5,000
PENRICKTON CENTER FOR BLIND CHILDREN 26530 EUREKA ROAD TAYLOR, MI 48180	NONE	PC	GENERAL SUPPORT	20,000
PROJECT PREVENTION 4351 MAIN HARRISBURG, NC 28075	NONE	PC	GENERAL SUPPORT	2,000
PROMISE VILLAGE HOME FOR CHILDREN PO BOX 210 DAVISBURG, MI 48350	NONE	PC	GENERAL SUPPORT	20,000
SAMARITAN COUNSELING SERVICES 2890 CARPENTER ROAD ANN ARBOR, MI 48108	NONE	PC	GENERAL SUPPORT	10,000
Total ►				944,060
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)				
<i>a Paid during the year</i>				
SPECIAL OLYMPICS MICHIGAN PO BOX 795 MOUNT PLEASANT, MI 48804	NONE	PC	GENERAL SUPPORT	5,000
ST JUDE'S CHILDRENS HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE	PC	GENERAL SUPPORT	20,000
STARFISH FAMILY SERVICES INC 30000 HIVELEY ROAD INKSTER, MI 48141	NONE	PC	GENERAL SUPPORT	40,000
THE CHILDREN'S CENTER DETROIT 79 W ALEXANDRINE STREET DETROIT, MI 48201	NONE	PC	GENERAL SUPPORT	10,000
THE DETROIT INSTITUTE FOR CHILDREN 5447 WOODWARD AVENUE DETROIT, MI 48202	NONE	PC	GENERAL SUPPORT	1,000
Total				944,060
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)				
<i>a Paid during the year</i>				
THE SALVATION ARMY PO BOX 367 STERLING HEIGHTS, MI 48311	NONE	PC	GENERAL SUPPORT	40,000
TURNING POINT PO BOX 1123 MT CLEMENS, MI 48046	NONE	PC	GENERAL SUPPORT	40,000
UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE	PC	GENERAL SUPPORT	20,000
UNIVERSITY OF MICHIGAN-LSA 500 SOUTH STATE STREET ANN ARBOR, MI 48109	NONE	PC	GENERAL SUPPORT	35,000
UNIVERSITY OF MICHIGAN-PSD 3003 SOUTH STATE STREET STE 8000 ANN ARBOR, MI 48109	NONE	PC	GENERAL SUPPORT	1,260
Total				944,060
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 Paid during the year				
VETS RETURNING HOME PO BOX 338 ROSEVILLE, MI 48066	NONE	PC	GENERAL SUPPORT	20,000
WIKIMEDIA FOUNDATION 149 NEW MONTGOMERY 6TH FLOOR SAN FRANCISCO, CA 94105	NONE	PC	GENERAL SUPPORT	50
MTG FOUNDATION 6560 BETHUY FAIRHAVEN, MI 48023	NONE	PC	GENERAL SUPPORT	500
SOUTH BEND HEBREW DAY SCHOOL 206 W 8TH STREET MISHAWAKA, IN 46544	NONE	PC	GENERAL SUPPORT	250
JUNIOR ACHIEVEMENT 577 E LARNED/2ND FLOOR DETROIT, MI 48226	NONE	PC	GENERAL SUPPORT	400
Total ►				944,060
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 Paid during the year				
SCS MARINERS 23907 HARVARD SHORE DR ST CLAIR SHORES, MI 48082	NONE	PC	GENERAL SUPPORT	1,200
HOSPICE OF NORTHWEST OHIO 30000 EAST RIVER ROAD PERRYSBURG, OH 43551	NONE	PC	GENERAL SUPPORT	100
UNIVERSITY OF MICHIGAN COMPREHENSIVE CANCER CTR 1500 E MEDICAL CENTER DRIVE ANN ARBOR, MI 481090843	NONE	PC	GENERAL SUPPORT	5,000
AUTISTIC PLAY PLACE 41105 TECHNOLOGY PARK DRIVE STERLING HEIGHTS, MI 48314	NONE	PC	GENERAL SUPPORT	4,000
READING WORKS 645 GRISWOLD ST STE 2600 DETROIT, MI 48226	NONE	PC	GENERAL SUPPORT	5,000
Total				944,060
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 Paid during the year				
COMMUNITY FOUNDATION GREATER ROCHESTER 303 EAST ST ROCHESTER, MI 48307	NONE	PC	GENERAL SUPPORT	11,000
COVENANT ACADEMIES FOUNDATION 125 CATHERINE AVE MUSKEGON, MI 49442	NONE	PC	GENERAL SUPPORT	20,000
VISTA MARIA 20651 W WARREN ST DEARBORN HEIGHTS, MI 48127	NONE	PC	GENERAL SUPPORT	30,000
OAKLAND UNIVERSITY ATHLETICS CENTER 2200 N SQUIRREL RD ROCHESTER, MI 483094401	NONE	PC	GENERAL SUPPORT	2,300
AMERICAN YOUTH SOCCER ORGANIZATION REGION 708 ONE CITY SQUARE WARREN, MI 48093	NONE	PC	GENERAL SUPPORT	150
Total				944,060
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 Paid during the year				
PROJECT PREVENTION CONTRIBUTION CHECK NEVER CASHED 4351 MAIN HARRISBURG, NC 28075		PC	GENERAL SUPPORT	-2,000
Total			►	944,060
3a				

TY 2016 All Other Program Related Investments Schedule

Name: THE RICHARD K THOMPSON FOUNDATION

EIN: 38-3447218

Category	Amount
NONE	0

TY 2016 Investments Corporate Stock Schedule

Name: THE RICHARD K THOMPSON FOUNDATION

EIN: 38-3447218

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1536.253 SHS APPLE INC.	52,212	177,929
1289.141 SHS CATERPILLAR, INC	57,032	119,555
3838.425 SHS CAMECO CORP	108,643	40,188

TY 2016 Investments - Other Schedule**Name:** THE RICHARD K THOMPSON FOUNDATION**EIN:** 38-3447218

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
15377.18 SHS VANGUARD EMERGING MARKETS ETF	AT COST	609,114	550,196
2289.3639 SHS VANGUARD EXTENDED MARKET ETF	AT COST	125,344	219,550
17575.3051 SHS VANGUARD TOTAL STK MKT ETF	AT COST	1,146,584	2,026,784
6434.3859 SHS SPDR INDEX DJ INTL REAL ESTATE	AT COST	295,402	232,153
13864.799 SHS VANGUARD FTSE ALL WORLD EX US ETF	AT COST	584,924	612,547
	AT COST	934,189	1,123,482
36451.43 SHS VANGUARD SMALL-CAP INDEX FD	AT COST	1,910,687	2,251,605
13948.131 SHS VANGUARD MID-CAP INDEX FUND	AT COST	2,162,710	2,272,708
18396.095 SHS 500 INDEX FUND	AT COST	3,546,788	3,800,081
63164.908 SHS VANGUARD HEALTH CARE FUND	AT COST	5,850,393	4,922,441

TY 2016 Taxes Schedule

Name: THE RICHARD K THOMPSON FOUNDATION**EIN:** 38-3447218

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	3,756	0		0
IRS - 990-PF	2,000	0		0
MICHIGAN ANNUAL REPORT	20	0		0