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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 NICKLESS FAMILY CHARITABLE FOUNDATION		A Employer identification number 38-3501091	
Number and street (or P O box number if mail is not delivered to street address) 1004 N MICHIGAN AVENUE	Room/suite	B Telephone number (see instructions) (989) 921-0010	
City or town, state or province, country, and ZIP or foreign postal code SAGINAW, MI 48602		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 11,918,558	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)	1,700			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	54,716	54,716	54,716	
	4 Dividends and interest from securities	158,121	158,121	158,121	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,080,726			
	b Gross sales price for all assets on line 6a	9,356,876			
	7 Capital gain net income (from Part IV, line 2)		1,080,726		
	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)	3,219	0	3,219		
12 Total. Add lines 1 through 11	1,298,482	1,293,563	216,056		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	641	321	0	320
	b Accounting fees (attach schedule)	4,045	2,022	0	2,023
	c Other professional fees (attach schedule)	135,564	67,782	0	67,782
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	38,264	38,244	0	20
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	16,028	0	0	1,595
	22 Printing and publications				
	23 Other expenses (attach schedule)	47,960	1,503	0	60,890
	24 Total operating and administrative expenses. Add lines 13 through 23	242,502	109,872	0	132,630
	25 Contributions, gifts, grants paid	834,566			834,566
26 Total expenses and disbursements. Add lines 24 and 25	1,077,068	109,872	0	967,196	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	221,414			
	b Net investment income (if negative, enter -0-)		1,183,691		
c Adjusted net income(if negative, enter -0-)			216,056		

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			
	2	Savings and temporary cash investments	564,431	455,148	455,148
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	160,747		
	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)	513,792	689,033	680,912
	b	Investments—corporate stock (attach schedule)	5,964,812	5,518,940	5,784,512
	c	Investments—corporate bonds (attach schedule)	823,375	1,189,874	1,177,504
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,433,131	3,828,707	3,820,482
	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)	11,460,288	11,681,702	11,918,558	
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	11,460,288	11,681,702	
	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			
	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)	11,460,288	11,681,702	
	31	Total liabilities and net assets/fund balances (see instructions) .	11,460,288	11,681,702	

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	11,460,288
2	Enter amount from Part I, line 27a	2	221,414
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	11,681,702
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	11,681,702

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	1,080,726
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	151,931

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	394,831	12,876,465	0 030663
2014	680,936	8,791,898	0 077450
2013	371,755	11,010,740	0 033763
2012	161,669	4,194,126	0 038547
2011	156,021	2,345,594	0 066517

2 Total of line 1, column (d) { }	2	0 246940
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 049388
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 { }	4	11,622,895
5 Multiply line 4 by line 3 { }	5	574,032
6 Enter 1% of net investment income (1% of Part I, line 27b) { }	6	11,837
7 Add lines 5 and 6 { }	7	585,869
8 Enter qualifying distributions from Part XII, line 4 { }	8	967,196

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	11,837
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	11,837
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	11,837
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	15,390
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	15,390
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	4
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	3,549
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☒ 3,549 Refunded ☐	11	0

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 ► <u>WWW.AHNINNOVATIONAWARD.COM</u>	13	Yes	
14	The books are in care of ► <u>TRI-STAR TRUST BANK</u> Telephone no ► <u>(989) 921-0010</u>			

Located at ► 1004 N MICHIGAN AVENUE SAGINAW MI ZIP+4 ► 48602

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)		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)?	1b		
	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		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

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			
	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
	<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?	6b		No	
	<i>If "Yes" to 6b, file Form 8870</i>				
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?	7b			

[illegible]

Total number of other employees paid over \$50,000.	0
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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
TRI-STAR TRUST BANK 1004 N MICHIGAN AVE SAGINAW, MI 48602	TRUSTEE	135,564
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 N/A	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	11,409,556
b	Average of monthly cash balances.	1b	390,337
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	11,799,893
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	11,799,893
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	176,998
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	11,622,895
6	Minimum investment return. Enter 5% of line 5.	6	581,145

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	581,145
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	11,837
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	11,837
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	569,308
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	569,308
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	569,308

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	967,196
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	967,196
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	11,837
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	955,359

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				569,308
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			148,284	
b Total for prior years 20____, 20____, 20____		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 ▶ \$ 967,196				
a Applied to 2015, but not more than line 2a			148,284	
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.				569,308
e Remaining amount distributed out of corpus	249,604			
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	249,604			
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	249,604			
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.	249,604			

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))

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

JACK KIDWELL
1004 N MICHIGAN AVENUE
SAGINAW, MI 48602
(989) 921-0010
JACKKIDWELL@TRISTARTRUST.COM

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

INNOVATION AWARD APPLICATIONS ARE AVAILABLE ON WEBSITE NO FORMAT FOR GRANT REQUESTS, BUT APPLICATION SHOULD SHOW 501 (C)(3) STATUS

c Any submission deadlines

NONE

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

THE A H NICKLESS INNOVATION AWARD COMPETITION IS OPEN TO HIGH SCHOOL STUDENTS AGES 13 TO 18 IN BAY, MIDLAND, SAGINAW AND TUSCOLA COUNTIES IN MICHIGAN OTHER GRANTS ARE AWARDED PRIMARILY TO THOSE CHARITABLE ENTITIES LOCATED IN THE BAY REGION OF MICHIGAN AND THE AREAS WHERE THE DIRECTORS RESIDE

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	834,566
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

13 Total. Add line 12, columns (b), (d), and (e).	13	1,296,782
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(See worksheet in line 13 instructions to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
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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.

* * * * *

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name L SUSAN HAFNER CPA	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00682905
Firm's name ▶ MANER COSTERISAN PC				Firm's EIN ▶ 38-2157642
Firm's address ▶ 2425 E GRAND RIVER SUITE 1 LANSING, MI 489123291				Phone no (517) 323-7500

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)
CHURCHILL PARTNERSHIP ACCT ENDING 0164004		2016-01-21	2016-10-06
CHURCHILL PARTNERSHIP ACCT ENDING 0164004		2015-10-05	2016-07-14
CHURCHILL PARTNERSHIP ACCT ENDING 0164004		2015-09-21	2016-10-04
CHURCHILL PARTNERSHIP ACCT ENDING 0164004		2011-09-28	2016-10-04
CHURCHILL PARTNERSHIP ACCT ENDING 0164004		2015-09-21	2016-10-03
LT CAP GAINS DISTRIBUTION CHURCHILL PARTNERSHIP ACCT ENDING 0164004			

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)
4,206,899		4,054,249	152,650
50,000		50,719	-719
2,643,590		2,483,428	160,162
2,345,230		1,577,077	768,153
110,677		110,677	0
480			480

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			(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	
			152,650
			-719
			160,162
			768,153
			0
			480

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
JUDITH N GRAHAM 1004 N MICHIGAN SAGINAW, MI 48602	SECRETARY 1 00	0	0	802
JOAN N TANKERSLEY 1004 N MICHIGAN SAGINAW, MI 48602	VICE PRESIDENT 1 00	0	0	7,683
JANET N ROYCE 1004 N MICHIGAN SAGINAW, MI 48602	PRESIDENT 2 00	0	0	9,604
STEPHEN TANKERSLEY 1004 N MICHIGAN SAGINAW, MI 48602	TREASURER 0 25	0	0	1,406
TRI-STAR TRUST BANK 1004 N MICHIGAN SAGINAW, MI 48602	TRUSTEE 20 00	0	0	0
PETER TANKERSLEY 1004 N MICHIGAN SAGINAW, MI 48602	MEMBER 0 25	0	0	0
CHRISTINE GRAHAM 1004 N MICHIGAN SAGINAW, MI 48602	MEMBER 0 25	0	0	883
ABBY GRAHAM DURKIN 1004 N MICHIGAN SAGINAW, MI 48602	MEMBER 0 25	0	0	0

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				
ALMA COLLEGE 614 W SUPERIOR ST ALMA, MI 48801		UNIVERSITY	INNOVATION AWARD - NATHANIEL HAUT	1,000
BAY AREA COMMUNITY 1000 ADAMS ST 200 BAY CITY, MI 48708		501(C)(3)	PLEDGE GIFT YEAR 3	20,000
BAY VETERANS FOUNDATION 515 CENTER AVE BAY CITY, MI 48708		501 (C) (3)	GRANT FOR BATTERY PARK RENOVATION PROJECT	10,000
BULLOCK CREEK HIGH SCHOOL 1420 BADOUR RD MIDLAND, MI 48640		PUBLIC SCHL	INNOVATION AWARD - TOP 20 TEAM	1,000
DELTA COLLEGE 1961 DELTA ROAD UNIVERSITY CENTER, MI 48710		INDIVIDUAL	SCHOLARSHIP - WILLIAM HACKBARTH	1,000
FIRST PRESBYTERIAN CHURCH 805 CENTER AVENUE BAY CITY, MI 48708		CHURCH	SOAR COMMITTEE	20,000
FOOD BANK OF EASTERN MICHIGAN 2300 LAPEER RD FLINT, MI 48503		501 (C) (3)	BACKPACK PROGRAM AT WASHINGTON ELEMENTARY AND MACGREGOR ELEMENTARY	30,000
FREELAND HIGH SCHOOL 8250 WEBSTER ROAD FREELAND, MI 48623		PUBLIC SCHL	INNOVATION AWARD - TOP 20 TEAM	3,000
HERBERT HENRY DOW HIGH SCHOOL 3901 N SAGINAW RD MIDLAND, MI 48640		PUBLIC SCHL	AMCPHERSON - 04/25/17 06 28PM WORKSHEET PRIVATE FOUNDATION	21,000
JOHN GLENN HIGH SCHOOL 36105 MARGUETTE ST WESTLAND, MI 48185		PUBLIC SCHL	INNOVATION AWARDS	6,000
MICHIGAN STATE UNIVERSITY 220 TROWBRIDGE RD EAST LANSING, MI 48824		UNIVERSITY	INNOVATION AWARD - MATTHEW SCHAFER	1,000
MIDLAND HIGH SCHOOL 1301 EASTLAWN DR MIDLAND, MI 48642		PUBLIC SCHL	INNOVATION AWARDS	18,000
OHIO STATE UNIVERSITY 281 W LANE AVE COLUMBUS, OH 43210		UNIVERSITY	SCHOLARSHIP - KELLY DEREES	5,000
SAGINAW ARTS AND SCIENCES ACADEMY 1903 N NIAGARA ST SAGINAW, MI 48602		PUBLIC SCHL	INNOVATION AWARDS	6,000
SAGINAW VALLEY STATE UNIVERSITY 7400 BAY ROAD UNIVERSITY CENTER, MI 48710		PUBLIC SCHL	INNOVATION AWARD/SCHOLARSHIPS	810
Total ► 3a				834,566

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>				
UNIVERSITY OF CALIFORNIA BERKELEY 120 SPROUL HALL BERKELEY, CA 94720		UNIVERSITY	INNOVATION AWARD - AUSTEN ZHU	15,000
UNIVERSITY OF MICHIGAN 500 S STATE STREET ANN ARBOR, MI 48109		PUBLIC SCHL	INNOVATION SCHOLARSHIPS - SATYAJIT SARKAR, ANDREW WONG, MADISON KENT	17,500
CITY OF BAY CITY MICHIGAN 301 WASHINGTON AVENUE BAY CITY, MI 48708		MUNICIPALITY	WENONAH PARK PAVILION PROJECT658256	658,256
Total ▶ 3a				834,566

TY 2016 Accounting Fees Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANER COSTERISAN, PC	4,045	2,022	0	2,023

TY 2016 Investments Corporate Bonds Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS - SEE ATTACHED	1,189,874	1,177,504

TY 2016 Investments Corporate Stock Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SPDR S&P 500	395,057	409,283
DFA EMERGING MARKETS CORE EQUITY	370,516	359,956
VANGUARD INTERNATIONAL EXPLORER	333,689	325,088
PRINCIPAL DIVERSIFIED REAL ASSET	367,761	350,273
COMMON STOCK - SEE ATTACHED	4,051,917	4,339,912

TY 2016 Investments Government Obligations Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

**US Government Securities - End
of Year Book Value:**

689,033

**US Government Securities - End
of Year Fair Market Value:**

680,912

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2016 Investments - Other Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PIMCO FOREIGN BOND	AT COST	341,710	342,590
VANGUARD HIGH YIELD ADM	AT COST	462,380	474,660
VANGUARD ST INVESTMENT ADMIRAL FUND	AT COST	544,087	543,883
MUNICIPAL OBLIGATIONS - SEE ATTACHED	AT COST	881,587	875,012
BANK OF NOVA SCOTIA SR NOTE DTD 01/12/2012 2.55%	AT COST	50,581	50,014
STATOIL ASA GUARANTEED NOTE DTD 08/17/2010 3.125%	AT COST	56,400	55,626
FOREIGN STOCK - SEE ATTACHED	AT COST	1,491,962	1,478,697

TY 2016 Legal Fees Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DAVID J KOLAT PLC LEGAL FEES	641	321	0	320

TY 2016 Other Expenses Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WEBSITE/INNOVATION AWARD	44,161	0	0	58,594
INNOVATION AWARD GIFTS - JUDGES	2,296	0	0	2,296
MISCELLANEOUS EXPENSE	158	158	0	0
DIVIDEND CHARGES	1,345	1,345	0	0

TY 2016 Other Income Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RETURN OF UNUSED SCHOLARSHIP FUNDS	2,650		2,650
MISCELLANEOUS	250		250
FEDERAL TAX REFUND	319		319

TY 2016 Other Professional Fees Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRI-STAR TRUST BANK TRUSTEE FEES	135,564	67,782	0	67,782

TY 2016 Taxes Schedule

Name: NICKLESS FAMILY CHARITABLE
FOUNDATION

EIN: 38-3501091

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES - TRISTAR	6,166	6,166	0	0
MI ANNUAL FEE	20	0	0	20
EXCISE TAXES PAID	32,078	32,078	0	0