EXTENDED TO NOVEMBER 15, 2017

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 separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation
JAMES M. & LOUISE C. ROCHE FOUNDATION
C/O DOUGLAS D. ROCHE

A Employer identification number
38-6069143

Number and street (or P O box number if mail is not delivered to street address)
500 WOODWARD AVE.

Room/suite
4000

B Telephone number
313-223-3500

City or town, state or province, country, and ZIP or foreign postal code
DETROIT, MI 48226-3425

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: [X] 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) ▶$ 1,074,076.15

J Accounting method: [X] 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).)

	Line	Description	(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			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	5.52	5.52		STATEMENT 1
	4	Dividends and interest from securities	30,921.73	30,921.73		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	15,928.12			
	b	Gross sales price for all assets on line 6a 92,449.69				
	7	Capital gain net income (from Part IV, line 2)		15,928.12		
	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)				
	11	Other income	262.36	262.36		STATEMENT 3
	12	**Total.** Add lines 1 through 11	47,117.73	47,117.73		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	17,740.00	1,774.00		15,966.00
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 4	5,995.00	5,995.00		0.00
	b	Accounting fees				
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 5	316.83	316.83		0.00
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	6,609.80	6,609.80		0.00
	24	**Total operating and administrative expenses.** Add lines 13 through 23	30,661.63	14,695.63		15,966.00
	25	Contributions, gifts, grants paid	44,200.00			44,200.00
	26	**Total expenses and disbursements.** Add lines 24 and 25	74,861.63	14,695.63		60,166.00
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<27,743.90>			
	b	**Net investment income** (if negative, enter -0-)		32,422.10		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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623501 11-23-16 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2016)

08530615 738457 ROCHE 2016.03050 JAMES M. & LOUISE C. ROCHE ROCHE1

9.30

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	48,202.00	44,312.86	44,312.86
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 7	817,914.15	805,595.46	1,029,763.29
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	11,536.07	0.00	0.00
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	877,652.22	849,908.32	1,074,076.15
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.00	0.00	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	601,467.00	601,467.00	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00	
	29 Retained earnings, accumulated income, endowment, or other funds	276,185.22	248,441.32	
	30 **Total net assets or fund balances**	877,652.22	849,908.32	
	31 **Total liabilities and net assets/fund balances**	877,652.22	849,908.32	

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	877,652.22
2	Enter amount from Part I, line 27a	2	<27,743.90>
3	Other increases not included in line 2 (itemize) ▶	3	0.00
4	Add lines 1, 2, and 3	4	849,908.32
5	Decreases not included in line 2 (itemize) ▶	5	0.00
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	849,908.32

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				
b	SEE ATTACHED STATEMENTS			
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				
b				
c				
d				
e	92,449.69		76,521.57	15,928.12

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				
b				
c				
d				
e				15,928.12

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	15,928.12
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). If (loss), enter -0- in Part I, line 8		3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	64,664.41	1,085,076.50	.059594
2014	68,454.73	1,236,896.19	.055344
2013	60,996.61	1,181,607.29	.051622
2012	55,969.00	1,136,688.00	.049239
2011	55,055.00	1,115,104.00	.049372

2 **Total** of line 1, column (d)	2	.265171
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	.053034
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,028,150.09
5 Multiply line 4 by line 3	5	54,526.91
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	324.22
7 Add lines 5 and 6	7	54,851.13
8 Enter qualifying distributions from Part XII, line 4	8	60,166.00

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 ▶ [X] and enter 1% of Part I, line 27b			1	324.22
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	0.00
3 Add lines 1 and 2			3	324.22
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.00
5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	324.22
6 Credits/Payments:				
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,166.35		
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	3,166.35
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,842.13
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	2,842.13	**Refunded** ▶	11	0.00

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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0.00 (2) On foundation managers. ▶ $ 0.00			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.00			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
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? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DOUGLAS D. ROCHE Telephone no. ▶ 313-223-3500

Located at ▶ 500 WOODWARD AVE., SUITE 4000, DETROIT, MI ZIP+4 ▶ 48226-3525

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 | N/A

		Yes	No
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		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.

			Yes	No
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)?		1b		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		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 ☒ 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.)	N/A	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. ▶ ______, ______, ______, ______				
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.)*	N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		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		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)? N/A | 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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X (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? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
DOUGLAS D. ROCHE 22543 FIDDLERS COVE BIRMINGHAM, MI 48025	CO-TRUSTEE / ATTORNEY 5.00	17,740.00	0.00	0.00
MICHAEL J. ROCHE 7581 S. XANTHIA CT. CENTENNIAL, CO 80122	CO-TRUSTEE 1.00	0.00	0.00	0.00

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total Add lines 1 through 3 ▶	0.00

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	1,015,174.32
b	Average of monthly cash balances	1b	28,632.88
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,043,807.20
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.00		
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	1,043,807.20
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,657.11
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,028,150.09
6	**Minimum investment return.** Enter 5% of line 5	6	51,407.50

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	51,407.50
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a 324.22		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	324.22
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,083.28
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	51,083.28
6	Deduction from distributable amount (see instructions)	6	0.00
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	51,083.28

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	60,166.00
b	Program-related investments - total from Part IX-B	1b	0.00
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	60,166.00
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	5	324.22
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	59,841.78

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				51,083.28
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			20,268.95	
b Total for prior years: ______ , ______ , ______		0.00		
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	0.00			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 60,166.00				
a Applied to 2015, but not more than line 2a			20,268.95	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2016 distributable amount				39,897.05
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr			0.00	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				11,186.23
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)	0.00			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.00			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0.00			
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				

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

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	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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).)

NONE

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.

NONE

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 *Paid during the year*				
SEE ATTACHED				44,200.00
Total			▶ **3a**	44,200.00
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0.00

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	5.52	
4 Dividends and interest from securities			14	30,921.73	
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			14	262.36	
8 Gain or (loss) from sales of assets other than inventory			18	15,928.12	
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)		0.00		47,117.73	0.00

13 **Total.** Add line 12, columns (b), (d), and (e) 13 47,117.73

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

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

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)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

Douglas D. Roche — Signature of officer or trustee | 6-21-17 — Date | TRUSTEE — 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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS D. HAMMERSCHMIDT	T Hammerschmidt	6-15-17		P00577505

Firm's name ▶ DICKINSON WRIGHT PLLC — Firm's EIN ▶ 38-1364333

Firm's address ▶ 350 S. MAIN STREET, SUITE 300 ANN ARBOR, MI 48104 — Phone no. 734-623-1602

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	.0970 LORD ABBETT SHORT	P	06/25/14	11/21/16
b	82.000 LORD ABB SHRT DUR INC FD	P	06/25/14	11/21/16
c	9,198.00 LORD ABB SHRT DUR INC FD	P	06/25/14	11/21/16
d	.6450 LORD ABB SHRT DUR INC FD	P	10/31/16	11/21/16
e	75.00 LORD ABB SHRT DUR INC FD75.00	P	06/25/14	11/21/16
f	7.00 COLGATE PALMOLIVE	P	09/23/15	01/07/16
g	2.00 CULLEN FRST BANKERS PV	P	09/23/15	01/05/16
h	4.00 CULLEN FRST BANKERS PV	P	09/23/15	01/06/15
i	10.00 CULLEN FRST BANKERS PV	P	09/23/15	01/07/15
j	7.00 CULLEN FRST BANKERS PV	P	09/23/15	01/08/16
k	6.00 CULLEN FRST BANKERS PV	P	09/23/15	01/11/16
l	33.00 SPDR S P DIV ETF	P	12/17/15	01/19/16
m	8.00 HONEYWELL INTL INC	P	09/23/15	01/12/16
n	4.00 NOVO NORDISK A A ADR	P	09/23/15	01/12/16
o	3.00 WELLS FARGO & CO	P	09/23/15	01/08/16

	(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	0.42		0.44	<0.02>
b	353.42		373.10	<19.68>
c	39,315.82		41,505.10	<2,189.28>
d	2.78		2.80	<0.02>
e	323.25		341.25	<18.00>
f	444.47		435.47	9.00
g	114.15		124.32	<10.17>
h	227.30		248.64	<21.34>
i	556.42		621.60	<65.18>
j	388.27		435.12	<46.85>
k	323.36		372.96	<49.60>
l	2,288.52		2,519.54	<231.02>
m	788.35		755.92	32.43
n	220.30		220.92	<0.62>
o	150.28		152.46	<2.18>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
a				<0.02>
b				<19.68>
c				<2,189.28>
d				<0.02>
e				<18.00>
f				9.00
g				<10.17>
h				<21.34>
i				<65.18>
j				<46.85>
k				<49.60>
l				<231.02>
m				32.43
n				<0.62>
o				<2.18>

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	
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). If (loss), enter "-0-" in Part I, line 8	3	

623591
04-01-16

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	12.000 AT&T INC	P	09/23/15	02/17/16
b	2.00 CHUBB LTD	P	09/23/15	03/22/16
c	6.00 CHUBB LTD	P	09/23/15	03/23/16
d	13.00 NEILSEN HLDGS PLC	P	09/23/15	03/10/16
e	10.00 KINDER MORGAN INC	P	10/06/15	04/20/16
f	71.00 KINDER MORGAN INC	P	01/19/16	04/20/16
g	19.00 BOEING CO	P	10/10/11	05/05/16
h	9.00 FIDELITY NATL INFO SVCS	P	09/23/15	05/05/16
i	8.00 PACKAGING CORP AMERICA	P	09/23/15	06/10/16
j	4.00 JOHNSON AND JOHNSON COM	P	09/23/15	07/01/16
k	41.00 MACY'S INC	P	01/19/16	07/08/16
l	7.00 WEC ENERGY GROUP	P	09/23/15	07/01/16
m	36.00 WEC ENERGY GROUP	P	09/23/15	07/05/16
n	36.00 BOEING CO	P	10/11/11	08/25/16
o	164.00 BOEING CO	P	06/11/12	08/25/16

	(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	440.25		386.13	54.12
b	240.44		203.03	37.41
c	717.23		609.09	108.14
d	655.05		615.03	40.02
e	188.79		317.43	<128.64>
f	1,340.47		908.66	431.81
g	2,506.66		1,206.69	1,299.97
h	636.64		621.54	15.10
i	549.44		501.36	48.08
j	485.22		372.08	113.14
k	1,408.86		1,613.40	<204.54>
l	130.01		98.60	31.41
m	460.85		345.10	115.75
n	4,771.73		2,286.36	2,485.37
o	21,737.93		11,536.07	10,201.86

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
	(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				54.12
b				37.41
c				108.14
d				40.02
e				<128.64>
f				431.81
g				1,299.97
h				15.10
i				48.08
j				113.14
k				<204.54>
l				31.41
m				115.75
n				2,485.37
o				10,201.86

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	
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). If (loss), enter "-0-" in Part I, line 8		3	

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04-01-16

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	26.00 PFIZER INC	P	10/08/14	08/03/16
b	8.00 DELL TECHNOLOGIES	P	09/23/15	09/22/16
c	2.00 DELL TECHNOLOGIES	P	08/25/16	09/22/16
d	.5483 E M C CORP	P	09/23/15	09/07/16
e	.4517 E M C CORP	P	09/23/15	09/07/16
f	10.00 E M C CORP	P	09/23/15	09/07/16
g	68.00 E M C CORP	P	09/23/15	09/07/16
h	.4863 E M C CORP	P	08/25/16	09/07/16
i	.5137 E M C CORP	P	08/25/16	09/07/16
j	2.00 E M C CORP	P	08/25/16	09/07/16
k	16.00 E M C CORP	P	08/25/16	09/07/16
l	1.00 ADVANSIX	P	08/25/16	10/06/16
m	9.00 DISCOVER FINANCIAL SVCS	P	09/23/15	11/16/16
n	5.00 UNITEDHEALTH GROUP	P	09/23/15	11/18/16
o	5.00 CHEVRON CORP	P	09/23/15	12/06/16

	(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	915.97		758.16	157.81
b	387.05		377.60	9.45
c	96.76		94.40	2.36
d	12.75		9.71	3.04
e	13.25		10.73	2.52
f	293.27		237.60	55.67
g	1,580.69		1,203.40	377.29
h	11.30		10.99	0.31
i	15.07		14.73	0.34
j	58.65		57.33	1.32
k	371.93		361.67	10.26
l	14.01		13.29	0.72
m	586.80		467.19	119.61
n	748.18		614.50	133.68
o	565.07		382.38	182.69

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				157.81
b				9.45
c				2.36
d				3.04
e				2.52
f				55.67
g				377.29
h				0.31
i				0.34
j				1.32
k				10.26
l				0.72
m				119.61
n				133.68
o				182.69

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	
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). If (loss), enter "-0-" in Part I, line 8	3	

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04-01-16

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	6.00 CHEVRON CORP	P	09/23/15	12/16/16
b	4.00 JPMORGAN CHASE & CO	P	06/18/13	12/16/16
c	5.00 PACKAGING CORP AMERICA	P	09/23/15	12/19/16
d	3.00 UNION PACIFIC CORP	P	09/23/15	12/16/16
e	1.00 WHIRLPOOL CORP	P	09/23/15	12/16/11
f	3.00 SHARES WELLS FARGO	P	09/23/15	12/16/16
g	3.00 SHARES WELLS FARGO	P	09/23/15	12/16/16
h	DELL CASH IN LIEU	P	08/25/16	09/16/16
i	ADVANSIX CASH IN LIEU	P	08/25/16	10/11/16
j	6.00 VF CORP	P	09/23/15	08/03/16
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(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	708.93		458.85	250.08
b	340.13		215.98	124.15
c	432.79		313.35	119.44
d	310.08		257.28	52.80
e	173.89		157.75	16.14
f	150.28		152.46	<2.18>
g	165.74		152.46	13.28
h	45.25		45.25	0.00
i	2.49		2.49	0.00
j	363.37		421.81	<58.44>
k	2,319.31			2,319.31
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				250.08
b				124.15
c				119.44
d				52.80
e				16.14
f				<2.18>
g				13.28
h				0.00
i				0.00
j				<58.44>
k				2,319.31
l				
m				
n				
o				

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	15,928.12
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). If (loss), enter "-0-" in Part I, line 8		3	N/A

623591
04-01-16

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH ML BANK	5.17	5.17	
MERRILL LYNCH ML BANK ACCT 2	0.35	0.35	
TOTAL TO PART I, LINE 3	5.52	5.52	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ABBVIE INC	111.15	0.00	111.15	111.15	
ACCENTURE PLC	65.01	0.00	65.01	65.01	
ALLIANZGI GLOBAL WATER	137.55	62.99	74.56	74.56	
AMERICAN EURO PACIFIC	533.18	0.00	533.18	533.18	
APPLE INC	90.44	0.00	90.44	90.44	
AT&T	158.40	0.00	158.40	158.40	
AUTOMATIC DATA PROCESSING	424.00	0.00	424.00	424.00	
BLACKROCK INC	54.96	0.00	54.96	54.96	
BOEING COMPANY	654.00	0.00	654.00	654.00	
BOEING COMPANY	20.71	0.00	20.71	20.71	
CHEVRON CORP	137.37	0.00	137.37	137.37	
CHUBB LTD	37.61	0.00	37.61	37.61	
CHUBB LTD	16.75	0.00	16.75	16.75	
COLGATE PALMOLIVE	50.78	0.00	50.78	50.78	
CVS HEALTH CORP	58.24	0.00	58.24	58.24	
DISCOVER FINL SVCS	47.72	0.00	47.72	47.72	
DISNEY (WALT) CO COM	24.85	0.00	24.85	24.85	
EDGEWOOD GROWTH FD	615.14	615.14	0.00	0.00	
EMC CORP MASS	27.27	0.00	27.27	27.27	
EXTRA SPACE STORAGE INN	39.00	4.04	34.96	34.96	
EXXON MOBIL CORP	6,556.00	0.00	6,556.00	6,556.00	
FIDELITY NATL INFO SVCS	46.02	0.00	46.02	46.02	
FIRST TR EXH-TRADED	11.52	0.00	11.52	11.52	
FPA INTERNATIONAL VALUE	677.00	0.00	677.00	677.00	

FPA NEW INCOME FD	1,162.92	0.00	1,162.92	1,162.92
GENERAL MOTORS CO	147.82	0.00	147.82	147.82
HONEYWELL INTL INC	55.60	0.00	55.60	55.60
INGERSOLL RAND PLC	12.00	0.00	12.00	12.00
INTL BUSINESS MACHINES CORP	550.00	0.00	550.00	550.00
JOHNSON & JOHNSON	80.30	0.00	80.30	80.30
JPMORGAN CHASE & CO	96.44	0.00	96.44	96.44
JPMORGAN CHASE & CO	5,128.80	0.00	5,128.80	5,128.80
JPMORGAN STRATEGIC FD	0.00	0.00	0.00	0.00
KINDER MORGAN INC	10.13	0.00	10.13	10.13
LOCKHEED MARTIN CORP	59.96	0.00	59.96	59.96
LORD ABBETT SHORT	4,173.25	0.00	4,173.25	4,173.25
LOWE'S COMPANIES INC	46.20	0.00	46.20	46.20
MACY'S INC	45.36	0.00	45.36	45.36
MARSH & MCLENNAN COS	49.86	0.00	49.86	49.86
MATTHEWS ASIA FD	896.74	217.92	678.82	678.82
MATTHEWS INDIA FD CL Y	69.25	68.96	0.29	0.29
MEDTRONIC PLC	45.91	0.00	45.91	45.91
MICROSOFT CORP	93.81	0.00	93.81	93.81
MONDELEZ INTL INC	5.78	0.00	5.78	5.78
MONSANTO CO NEW	44.28	0.00	44.28	44.28
NEXTERA ENERGY INC	97.44	0.00	97.44	97.44
NIELSEN HOLDINGS PLC	54.83	0.00	54.83	54.83
NOVO NORDISK A S ADR	53.64	0.00	53.64	53.64
PACKAGING CORP OF AMERICA	83.89	0.00	83.89	83.89
PEPSICO INC	88.90	0.00	88.90	88.90
PFIZER INC	118.50	0.00	118.50	118.50
PHILLIPS 66 SHS	78.89	0.00	78.89	78.89
PRAXAIR INC	55.50	0.00	55.50	55.50
PROCTER & GAMBLE	801.42	0.00	801.42	801.42
ROYAL DUTCH SHELL PLC ADR	3,664.26	0.00	3,664.26	3,664.26
SCHLUMBERGER LTD	30.00	0.00	30.00	30.00
SMEAD VALUE FD	1,814.14	1,350.26	463.88	463.88
SUNCOR ENERGY INC NEW	878.11	0.00	878.11	878.11
T E CONNECTIVITY LTD	51.26	0.00	51.26	51.26
UNION PACIFIC CORP	73.54	0.00	73.54	73.54
UNITED PARCEL SVC CL B	624.00	0.00	624.00	624.00
UNITED TECHS CORP	524.00	0.00	524.00	524.00
UNITEDHEALTH GROUP INC	66.13	0.00	66.13	66.13

V F CORP	68.31	0.00	68.31	68.31	
VAN ECK GLOBAL HARD ASSETS FD	11.10	0.00	11.10	11.10	
WAL-MART STORES INC	398.00	0.00	398.00	398.00	
WEC ENERGY GROUP INC	78.22	0.00	78.22	78.22	
WELLS FARGO & CO NEW	97.38	0.00	97.38	97.38	
WHIRLPOOL CORP	60.50	0.00	60.50	60.50	
TO PART I, LINE 4	33,241.04	2,319.31	30,921.73	30,921.73	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NONDIVIDEND DISTRIBS ON MUTUAL FUNDS	239.70	239.70	
REFUND OF INVESTMENT FEES	22.66	22.66	
TOTAL TO FORM 990-PF, PART I, LINE 11	262.36	262.36	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DICKINSON WRIGHT PLLC	5,995.00	5,995.00		0.00
TO FM 990-PF, PG 1, LN 16A	5,995.00	5,995.00		0.00

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD (ML)	316.83	316.83		0.00
TO FORM 990-PF, PG 1, LN 18	316.83	316.83		0.00

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DETROIT LEGAL NEWS PUBLICATION	58.50	58.50		0.00
BROKERAGE ACCT AND INVESTMENT ADVISOR FEES	6,551.30	6,551.30		0.00
TO FORM 990-PF, PG 1, LN 23	6,609.80	6,609.80		0.00

FORM 990-PF — CORPORATE STOCK — STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
200 AUTOMATIC DATA PROC	12,095.42	20,556.00
36 BOEING COMPANY	0.00	0.00
2,200 EXXON MOBIL	21,879.35	198,572.00
80 INTL BUSINESS MACHINES CORP	14,878.40	13,279.20
20 INTL BUSINESS MACHINES CORP	4,106.60	3,319.80
146 PROCTER & GAMBLE CO	9,180.48	12,275.68
154 PROCTER & GAMBLE CO	9,947.63	12,948.32
973 ROYAL DUTCH SHELL	21,075.18	52,911.74
500 SUNCOR ENERGY	40,579.00	16,345.00
500 SUNCOR ENERGY	13,922.75	16,345.00
200 UNITED PARCEL SVC CL B	17,511.98	22,928.00
136 UNITED TECHS CORP	9,960.64	14,908.32
64 UNITED TECHS CORP	6,133.09	7,015.68
183 WALMART STORES	9,978.99	12,648.96
17 WAL-MART STORES	1,282.31	1,175.04
23 ACCENTURE PLC	2,257.72	2,693.99
2 ACCENTURE PLC	207.68	234.26

6 ACCENTURE PLC	687.00	702.78
46 ABBVIE INC	2,654.08	2,880.52
72 AT&T	2,316.76	3,062.16
6 AT&T	246.64	255.18
18 AT&T	737.21	765.54
10 APPLE INC	1,069.45	1,158.20
5 BLACKROCK INC	1,525.42	1,902.70
2 BLACKROCK INC	735.57	761.08
19 BOEING CO	0.00	0.00
31 CVS HEALTH CORP	3,103.99	2,446.21
18 CHEVRON CORP	1,376.56	2,118.60
7 CHEVRON CORP	711.94	823.90
5 CHEVRON CORP	500.10	588.50
17 CHUBB LTD	1,725.77	2,246.04
4 CHUBB LTD	504.68	528.48
3 CHUBB LTD	390.07	396.36
69 CISCO SYSTEMS INC	2,105.74	2,085.18
31 COLGATE PALMOLIVE	1,928.51	2,028.64
7 COLGATE PALMOLIVE	523.88	458.08
29 CULLEN FRST BKRS PV	0.00	0.00
28 DISCOVER FNL SVCS	1,453.48	2,018.52
3 DISCOVER FNL SVCS	161.27	216.27
10 DISCOVER FNL SVCS	578.00	720.90
13 DISNEY WALT CO COM	1,555.46	1,354.86
6 DISNEY WALT CO COM	599.30	625.32
3 DISNEY WALT CO COM	286.97	312.66
5 DISNEY WALT CO COM	477.58	521.10
79 E M C CORP MASS	0.00	0.00
5 EXTRA SPACE STORAGE INC	469.43	386.20
7 EXTRA SPACE STORAGE INC	649.90	540.68
5 EXTRA SPACE STORAGE INC	462.27	386.20
1 EXTRA SPACE STORAGE INC	91.86	77.24
4 EXTRA SPACE STORAGE INC	326.24	308.96
3 EXTRA SPACE STORAGE INC	240.25	231.72
31 FIDELITY NATL INFO SVCS	2,140.86	2,344.84
6 FIDELITY NATL INFO SVCS	366.06	453.84
9 FIDELITY NATL INFO SVCS	715.86	680.76
2 FIDELITY NATL INFO SVCS	154.15	151.28
76 GENERAL MOTORS CO COMMON	2,259.95	2,647.84
17 GENERAL MOTORS CO COMMON	491.03	592.28
23 GENERAL MOTORS CO COMMON	724.96	801.32
5 GENERAL MOTORS CO COMMON	182.82	174.20
19 HONEYWELL INTL INC	1,785.74	2,201.15
4 HONEYWELL INTL INC	463.09	463.40
6 HONEYWELL INTL INC	698.62	695.10
13 INGERSOLL-RAND PLC	866.11	975.52
15 INGERSOLL-RAND PLC	1,008.87	1,125.60
2 INGERSOLL-RAND PLC	135.94	150.08
43 JPMORGAN CHASE & CO	2,321.79	3,710.47
3 JPMORGAN CHASE & CO	170.59	258.87
12 JPMORGAN CHASE & CO	790.04	1,035.48
22 JOHNSON AND JOHNSON	2,046.43	2,534.62
6 JOHNSON AND JOHNSON	712.14	691.26
10 KINDER MORGAN INC	0.00	0.00

3 LOCKHEED MARTIN CORP	718.54	749.87
6 LOCKHEED MARTIN CORP	1,445.30	1,499.64
2 LOCKHEED MARTIN CORP	478.14	499.88
2 LOCKHEED MARTIN CORP	498.58	499.88
29 LOWE'S COS	1,990.27	2,062.48
5 LOWE'S COS	339.80	355.60
2 LOWE'S COS	136.29	142.24
8 LOWE'S COS	616.88	568.96
19 MONSANTO CO NEW	0.00	1,998.99
4 MONSANTO CO NEW	428.08	420.84
2 MONSANTO CO NEW	216.02	210.42
2 MONSANTO CO NEW	201.45	210.42
34 MONDELEZ INTL INC	1,453.10	1,507.22
11 MONDELEZ INTL INC	464.64	487.63
11 MONDELEZ INTL INC	475.39	487.63
7 MONDELEZ INTL INC	297.36	310.31
39 MEDTRONIC PLC	2,698.64	2,777.97
9 MEDTRONIC PLC	767.03	641.07
36 MARSH & MCLENNAN COS	1,906.56	2,433.24
9 MARSH & MCLENNAN COS	608.45	608.31
56 MICROSOFT CORP	2,457.18	3,479.84
7 MICROSOFT CORP	344.04	434.98
18 MICROSOFT CORP	928.28	994.24
25 NEXTERA ENERGY INC	2,427.06	2,986.50
8 NEXTERA ENERGY INC	746.94	716.76
34 NIELSEN HLDGS PLC	1,608.54	1,426.30
6 NIELSEN HLDGS PLC	271.39	251.70
9 NIELSEN HLDGS PLC	475.11	377.55
35 NOVO NORDISK A SA ADR	1,933.05	1,255.10
1 NOVO NORDISK A SA ADR	50.66	35.86
2 NOVO NORDISK A SA ADR	101.87	71.72
9 NOVO NORDISK A SA ADR	424.53	322.74
12 NOVO NORDISK A SA ADR	549.04	430.32
34 PACKAGING CORP AMERICA	1,316.07	1,781.22
1 PACKAGING CORP AMERICA	67.77	84.82
4 PACKAGING CORP AMERICA	269.80	339.28
7 PACKAGING CORP AMERICA	536.06	593.74
25 PHILLIPS 66	1,959.75	2,160.25
5 PHILLIPS 66	393.07	432.05
2 PHILLIPS 66	157.29	172.82
3 PHILLIPS 66	235.03	259.23
8 PHILLIPS 66	627.20	691.28
29 PEPSICO INC	2,673.80	3,034.27
6 PEPSICO INC	648.87	627.78
64 PFIZER INC	1,866.24	2,078.72
14 PFIZER INC	419.05	454.72
19 PFIZER INC	666.86	617.12
3 PFIZER INC	98.40	97.44
17 PRAXAIR INC	1,723.76	1,992.23
3 PRAXAIR INC	367.71	351.57
27 SCHLUMBERGER LTD	2,173.62	2,266.65
6 SCHLUMBERGER LTD	487.41	503.70
33 WEC ENERGY GROUP INC	1,626.90	1,935.45
8 WEC ENERGY GROUP INC	490.36	469.20

8 WEC ENERGY GROUP INC	444.45	469.20
1 TE CONNECTIVITY LTD	63.20	69.28
3 TE CONNECTIVITY LTD	186.90	207.84
8 TE CONNECTIVITY LTD	476.93	554.24
8 TE CONNECTIVITY LTD	470.95	554.24
3 TE CONNECTIVITY LTD	185.41	207.84
8 TE CONNECTIVITY LTD	508.16	554.24
21 UNITEDHEALTH GROUP INC	2,580.90	3,360.84
6 UNITEDHEALTH GROUP INC	836.64	960.24
25 UNION PACIFIC CORP	2,144.00	2,592.00
1 UNION PACIFIC CORP	92.88	103.68
1 UNION PACIFIC CORP	92.44	103.68
7 UNION PACIFIC CORP	669.06	725.76
36 V F CORP	2,530.84	1,920.60
6 V F CORP	446.34	320.10
3 V F CORP	193.95	160.05
4 V F CORP	223.06	213.40
25 ACE LTD	0.00	0.00
11 WHIRLPOOL CORP	1,732.25	1,999.47
3 WHIRLPOOL CORP	400.10	545.31
2 WHIRLPOOL CORP	362.94	363.54
54 WELLS FARGO & CO	2,744.26	2,975.94
7 WELLS FARGO & CO	333.07	385.77
5 WELLS FARGO & CO	238.07	275.55
17 WELLS FARGO & CO	822.57	936.87
32 SPDR S P DIVID ETF	0.00	0.00
150.301 MATTHEWS INDIA FD	3,001.00	3,855.22
1,316.488 EDGEWOOD GROWTH FD	26,505.40	29,238.31
710.040 AMERICAN EURO PACIFIC GROWTH FD	34,009.03	31,930.50
555.2390 CALVERT GLOBAL WATER FD	11,524.80	9,816.63
2,143.187 MATTHEWS ASIA DIV FD	28,938.17	32,262.26
10,543.616 JPMORGAN STRAT INC OPPOR FD	121,840.57	122,200.51
1,853.640 FPA INTERNATIONAL VALUE FD	23,782.26	22,625.91
200 CVS HEALTH CORP	0.00	0.00
5,129.376 FPA NEW INCOME INC	52,084.39	51,139.88
VARIOUS CALL OPTIONS ON INVESTMENTS	0.00	0.00
594 FIRST TR EXCH-TRADED FD VI	11,434.50	14,048.10
16,103.6852 LORD ABBETT SHORT DUR INC FD	71,880.74	69,245.85
769.496 ALLIAZGI GLOBAL WATER FD	10,429.03	10,157.75
1,356.103 SMEAD VALUE FD	53,501.68	52,820.21
1,009.343 VAN ECK GLOBAL HARD ASSETS FD	40,569.35	37,820.08
11 ABBVIE INC	717.93	688.82
38 APPLE INC	4,336.94	4,401.16
19 MONSANTO CO NEW	2,169.42	1,998.99
TOTAL TO FORM 990-PF, PART II, LINE 10B	805,595.46	1,029,763.29

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
164 BOEING COMPANY	COST	0.00	0.00
TOTAL TO FORM 990-PF, PART II, LINE 13		0.00	0.00

Grants and Contributions Paid During the Year

Recipient Name and Address	Status	Purpose of Grant	Relationship	Amount
St Regis Church 3695 Lincoln Bloomfield Hills, MI 48301	Church	Religious	None	$500
St Regis Church 3695 Lincoln Bloomfield Hills, MI 48301	Church	Religious	None	$1,000
U of D High Jesuit High School and Academy 8400 South Cambridge Detroit, MI 48221	School	Education	None	$500
U of D High Jesuit High School and Academy 8400 South Cambridge Detroit, MI 48221	School	Education	None	$250
Old Newsboys - Goodfellow Fund 1927 Rosa Parks Blvd Detroit, MI 48216	Charity	Assistance to disadvantaged	None	$250
Marian High School 7225 Lahser Rd Bloomfield Hills, MI 48301	School	Education	None	$250
Holy Cross College One College Street Worcester, MA 01610	College	Education	None	$500
Wheelwright Museum P O Box 5153 704 Camino Lejo Santa Fe, NM 87502	Museum	Public Benefit	None	$5,000
Holy Cross College One College Street Worcester, MA 01610	College	Education	None	$500
National Alliance for the Mentally Ill 2107 Wilson Blvd , Suite 300 Arlington, VA 22201	Charity	Research	None	$1,500
Trinity Foundation 1050 Porter Street Detroit, MI 48226	Charity	Religious	None	$500
Marin Humane Society 171 Bel Marin Keys Blvd Novato, CA 94949	Charity	Public Benefit	None	$500
Montessori Adademy 530 East Day Road Mishawaka, IN 46545	Charity	Education	None	$150

Michigan Supreme Court Historical Society 925 Ottawa Street Lansing, MI 48915	Charity	Education	None	$500
Annual Pastoral Appeal 1213 16th St North St Petersburg, FL 33705	Church	Religious	None	$1,000
Salvation Army 1625 N Belcher Rd Clearwater, FL 33756	Charity	Public Benefit	None	$1,000
Brother Rice High School 7101 Lahser Rd Bloomfield Hills, MI 48301	School	Education	None	$500
Ashland Productions 2100 White Bear Ave Maplewood, MN 55109	Charity	Public Benefit	None	$1,200
Guest House 1601 Joslyn Rd Lake Orion, MI 48361	Charity	Assistance to disadvantaged	None	$250
Capuchin Soup Kitchen 1820 Mt Elliott St Detroit, MI 48207	Religious	Assistance to disadvantaged	None	$500
Holy Childhood Church 150 West Main St Harbor Springs, MI 49740	Church	Religious	None	$1,000
Morton Plant Mease Foundation 1200 Druid Rd S Clearwater, FL 33756	Charity	Assistance to disadvantaged	None	$1,500
McLaren Northern Michigan Foundation 360 Connable Ave, Suite 3 Petoskey, MI 49770	Charity	Research	None	$1,500
McLaren Northern Michigan Foundation 360 Connable Ave, Suite 3 Petoskey, MI 49770	Charity	Research	None	$2,500
Religious Community Services 503 S Martin Luther King, Jr Ave Clearwater, FL 33756	Charity	Assistance to disadvantaged	None	$1,000
Harbor Hall Foundation P O Box 376 Harbor Springs, MI 49740	Museum	Public Benefit	None	$500
Holy Angels Church 18205 Chillicothe Rd Chagrin Falls, OH 44023	Church	Religious	None	$500

Catholic Services Appeal c/o St Regis Parish 3695 Lincoln Rd Bloomfield, MI 48301	Church	Religious	None	$1,000
Gesu School 17139 Oak Drive Detroit, MI 48221	School	Education	None	$250
Changing Lives Together Archdiocese of Detroit P O Box 44077 Detroit, MI 48244-0077	Church	Religious	None	$2,375
Changing Lives Together Archdiocese of Detroit P O Box 44077 Detroit, MI 48244-0077	Church	Religious	None	$2,375
Manna Food Project 8791 McBride park Ct Harbor Springs, MI 49740	Charity	Assistance to disadvantaged	None	$1,000
Mercy Home for Boys and Girls 1140 W Jackson Blvd Chicago, IL 60607	Charity	Assistance to disadvantaged	None	$500
Most Holy Trinity - Cabrini Clinic 1050 Porter Street Detroit, MI 48226	Charity	Assistance to disadvantaged	None	$250
Most Holy Trinity - Cabrini Clinic 1050 Porter Street Detroit, MI 48226	Charity	Assistance to disadvantaged	None	$250
Loyola High School 15325 Pinehurst Deytroit, MI 48238	School	Education	None	$250
Bernie's Book Bank 917 North Shore Drive Lake Bluff, IL 60044	Charity	Education	None	$500
Ruth Eckerd Hall 1111 N McMullen Booth Road Clearwater, FL 33759	Charity	Public Benefit	None	$500
Care 2 Communities 213 4th Street East #437 St Paul, MN 55101	Charity	Assistance to disadvantaged	None	$1,500
Camps for the Blind PO Box 422 Hasbrouck Heights, NJ 07604	Charity	Assistance to disadvantaged	None	$1,000
Academy of American Poets 75 Maiden lane Rm 901 New York, NY 10038	Charity	Education	None	$500

Northfield Township Food Pantry 2550 Waukegon Road Glenview, IL 60025	Charity	Assistance to disadvantaged	None	$1,000
Heard Museum 2301 North Central Ave Phoenix, AZ 85004	Museum	Public Benefit	None	$2,000
Heard Museum 2301 North Central Ave Phoenix, AZ 85004	Museum	Public Benefit	None	$500
Arrupe College of Loyola 820 N Michigan Ave Chicago, IL 60611	College	Education	None	$500
Journey Care Foundation - Palliative Services 405 Lake Zurich Road Barrington, IL 60010	Charity	Assistance to disadvantaged	None	$500
Heard Museum 2301 North Central Ave Phoenix, AZ 85004	Museum	Public Benefit	None	$500
Les Turner ALS Foundation 5550 W Touhy Ave , Suite 302 Skokie, IL 60077	Charity	Research	None	$500
Les Turner ALS Foundation 5550 W Touhy Ave , Suite 302 Skokie, IL 60077	Charity	Research	None	$500
St Vincent De Paul Society 384 15th St North St Petersburg, FL 33705	Charity	Assistance to disadvantaged	None	$1,000
Youth Services of Glenview/Northbank 3080- West lake Ave Glenview, IL 60026	Charity	Assistance to disadvantaged	None	$500
				$44,600