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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

MELVIN SPITCAUF SKY MEMORIAL FOUNDATION
C/O DIANE PETERS ACCTG, 10435 BOND
OVERLAND PARK, KS 66214

<p>MELVIN SPITCAUF SKY MEMORIAL FOUNDATION C/O DIANE PETERS ACCTG, 10435 BOND OVERLAND PARK, KS 66214</p>		<p>A Employer identification number 43-1186049</p>							
<p>G Check all that apply.</p> <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<p>B Telephone number (see instructions) (913) 888-1206</p>	
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity								
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return								
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change								
<p>H Check type of organization.</p> <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Other taxable private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation	<p>C If exemption application is pending, check here ► <input type="checkbox"/></p>			
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Other taxable private foundation								
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation								
<p>I Fair market value of all assets at end of year (from Part II, column (c), line 16)</p>		<p>J Accounting method</p> <table border="0"> <tr> <td><input checked="" type="checkbox"/> Cash</td> <td><input type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify)</td> </tr> </table>		<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual	<input type="checkbox"/> Other (specify)			
<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual								
<input type="checkbox"/> Other (specify)									
<p>► \$ 1,187,471.</p>		<p>(Part I, column (d) must be on cash basis.)</p>							
<p>Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</p>		<p>(a) Revenue and expenses per books</p>	<p>(b) Net investment income</p>	<p>(c) Adjusted net income</p>	<p>(d) Disbursements for charitable purposes (cash basis only)</p>				
REVENUE	1 Contributions, gifts, grants, etc., received (attach schedule)								
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B								
	3 Interest on savings and temporary cash investments								
	4 Dividends and interest from securities								
	5a Gross rents		11,084.	11,084.	11,084.				
	5b Net rental income or (loss)								
	6a Net gain or (loss) from sale of assets not on line 10								
	6b Gross sales price for all assets on line 6a	9,038.	-38,137.						
	7 Capital gain net income (from Part IV, line 2)			0.					
	8 Net short-term capital gain								
	9 Income modifications								
	10a Gross sales less returns and allowances								
10b Less Cost of goods sold									
10c Gross profit or (loss) (attach schedule)									
11 Other income (attach schedule)									
See Statement 1		2,081.							
12 Total. Add lines 1 through 11		-24,972.	11,084.	11,084.					
ADMINISTRATIVE AND EXPENSES	13 Compensation of officers, directors, trustees, etc		0.						
	14 Other employee salaries and wages								
	15 Pension plans, employee benefits								
	16a Legal fees (attach schedule)								
	16b Accounting fees (attach sch) See St 2	4,290.			4,290.				
	16c Other professional fees (attach sch) See St 3	432.	216.		216.				
	17 Interest								
	18 Taxes (attach schedule)(see instrs)								
	19 Depreciation (attach schedule) and depletion								
	20 Occupancy								
	21 Travel, conferences, and meetings								
	22 Printing and publications								
	23 Other expenses (attach schedule)								
	See Statement 4		189.	95.		94.			
24 Total operating and administrative expenses. Add lines 13 through 23		4,911.	311.		4,600.				
25 Contributions, gifts, grants paid		85,100.			85,100.				
26 Total expenses and disbursements. Add lines 24 and 25		90,011.	311.	0.	89,700.				
27 Subtract line 26 from line 12									
a Excess of revenue over expenses and disbursements									
b Net investment income (if negative, enter -0)		-114,983.		10,773.					
c Adjusted net income (if negative, enter -0)					11,084.				

SCANNED MAY 25 2017

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value	
ASSETS	1 Cash – non-interest-bearing				
	2 Savings and temporary cash investments	69,093.	496.	496.	
	3 Accounts receivable				
	Less allowance for doubtful accounts ▶				
	4 Pledges receivable				
	Less allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch)				
	Less allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments – U S and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule) Statement 5	1,283,140.	1,235,965.	312,997.	
	c Investments – corporate bonds (attach schedule) Statement 6	250.	250.	250.	
	11 Investments – land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule) ▶					
12 Investments – mortgage loans					
13 Investments – other (attach schedule) Statement 7	1,387,800.	1,387,800.	873,728.		
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)	2,740,283.	2,624,511.	1,187,471.		
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & 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.		
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	NET ASSETS	24 Unrestricted			
		25 Temporarily restricted			
		26 Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
		27 Capital stock, trust principal, or current funds			
		28 Paid-in or capital surplus, or land, bldg., and equipment fund	324,503.	324,503.	
		29 Retained earnings, accumulated income, endowment, or other funds	2,415,780.	2,300,008.	
30 Total net assets or fund balances (see instructions)		2,740,283.	2,624,511.		
31 Total liabilities and net assets/fund balances (see instructions)		2,740,283.	2,624,511.		

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	2,740,283.
2 Enter amount from Part I, line 27a	2	-114,983.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,625,300.
5 Decreases not included in line 2 (itemize) ▶ See Statement 8	5	789.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,624,511.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PENNANTPARK CAP LTD		P	8/20/15	12/23/16
b SPYGLASS RESOURCES		P	Various	10/06/16
c PENNANTPARK CAP LTD		P	8/20/15	12/27/16
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 3,953.		3,716.	237.	
b		38,867.	-38,867.	
c 5,085.		4,592.	493.	
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h)) gain minus col. (k), but not less than -0- or Losses (from col. (h))
(i) 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			237.	
b			-38,867.	
c			493.	
d				
e				
2 Capital gain net income or (net capital loss). <input type="checkbox"/> If gain, also enter in Part I, line 7 <input type="checkbox"/> If (loss), enter -0- in Part I, line 7			2	-38,137.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <input type="checkbox"/> If gain, also enter in Part I, line 8, column (c) (see instructions) <input type="checkbox"/> If (loss), enter -0- in Part I, line 8			3	0.

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	100,021.	1,575,953.	0.063467
2014	60,559.	2,163,890.	0.027986
2013	106,901.	2,042,709.	0.052333
2012	99,256.	2,021,617.	0.049097
2011	160,721.	2,939,842.	0.054670

2 Total of line 1, column (d) **2** 0.2475533 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** 0.0495114 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 **4** 1,092,253.5 Multiply line 4 by line 3 **5** 54,079.6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 108.7 Add lines 5 and 6 **7** 54,187.8 Enter qualifying distributions from Part XII, line 4 **8** 89,700.

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter (attach copy of letter if necessary – see instructions)	
1	108.	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 3 Add lines 1 and 2	0.
3	108.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	108.
6	Credits/Payments a 2016 estimated tax pmts and 2015 overpayment credited to 2016 b Exempt foreign organizations – tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld	
6 a		
6 b		
6 c		
6 d		
7	Total credits and payments Add lines 6a through 6d	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	108.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	
11	Enter the amount of line 10 to be. Credited to 2017 estimated tax ►	Refunded ►
11		

Part VII-A Statements Regarding Activities

1 a	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?	Yes	No
1 a		X	
1 b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	Yes	No
1 b		X	
1 c	Did the foundation file Form 1120-POL for this year?	Yes	No
1 c		X	
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>	Yes	No
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? <i>If 'Yes,' attach a conformed copy of the changes</i>	Yes	No
3		X	
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
4 a		X	
4 b	If 'Yes,' has it filed a tax return on Form 990-T for this year?	Yes	No
4 b		N/A	
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>	Yes	No
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?	Yes	No
6		X	
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>	Yes	No
7		X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) MO	Yes	No
8 a			
8 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 <i>General Instruction G</i> ? If 'No,' attach explanation	Yes	No
8 b		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)? <i>If 'Yes,' complete Part XIV</i>	Yes	No
9		X	
10	Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	Yes	No
10		X	

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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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> 11	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
14	The books are in care of ► DIANE PETERS Located at ► 10435 BOND OVERLAND PARK KS	Telephone no ► (913) 888-1206 ZIP + 4 ► 66214	<input type="checkbox"/> 13 N/A
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	<input type="checkbox"/> 15 N/A	<input type="checkbox"/> N/A
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ►	<input type="checkbox"/> 16 Yes	<input checked="" type="checkbox"/> No X

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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> 1b	N/A
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?	<input type="checkbox"/> 1c	<input checked="" type="checkbox"/> 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? If 'Yes,' list the years ► 20 15 , 20 __ , 20 __ , 20 __	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions)	<input type="checkbox"/> 2b	<input checked="" type="checkbox"/> X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> 3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> 4a	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> 4b	<input checked="" type="checkbox"/> X

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Form 990-PF (2016)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions)
- (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
 Yes No
 Yes No
 Yes No
 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)?5 b 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)

6 a 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?6 b

If 'Yes' to 6b, file Form 8870

7 a 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 Yes No7 b **Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LARRY S. SPITCAUFSKY 16205 VIA DE ALBA RANCHO SANTA FE, CA 92067	PRES/TREAS 2.00	0.	0.	0.
JEROME S. NERMAN	Vice Preside 1.00	0.	0.	0.
LEAWOOD, KS 66211				

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

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

Total number of other employees paid over \$50,000

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

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 (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	_____
2	_____	_____
	_____	_____
All other program-related investments. See instructions		
3	_____	_____
	_____	_____

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	1,044,689.
b Average of monthly cash balances	1b	64,197.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,108,886.
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	1,108,886.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	16,633.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,092,253.
6 Minimum investment return. Enter 5% of line 5	6	54,613.

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	54,613.
2a Tax on investment income for 2016 from Part VI, line 5	2a	108.
b Income tax for 2016 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	108.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	54,505.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	54,505.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	54,505.

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	89,700.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
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	89,700.
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	108.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	89,592.

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				54,505.
2 Undistributed income, if any, as of the end of 2016			78,691.	
a Enter amount for 2015 only		0.		
b Total for prior years 20 __, 20 __, 20 __				
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. ► \$ 89,700.			78,691.	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.		
d Applied to 2016 distributable amount				11,009.
e Remaining amount distributed out of corpus		0.		
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		0.		
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				43,496.
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		0.		
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				

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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
<i>a Paid during the year</i> See Statement 10				
Total			► 3a	85,100.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				14	11,084.
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	1,788.
8 Gain or (loss) from sales of assets other than inventory					-38,137.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a TAX REFUND				1	293.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				13,165.	-38,137.
13 Total. Add line 12, columns (b), (d), and (e)				13	-24,972.

(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). (See instructions.)
N/A	

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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization.	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees.	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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		

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

Sign
Here

On 20/12/2012 at 10:00 AM at 123 Main Street, Anytown, USA by John Doe (signature)

Date

PRES/TREAS

Title

May the IRS discuss this return with the preparer shown below (see instructions)?

Signature or name of preparer		Preparer's signature	Date	Check <input type="checkbox"/> if self employed	PTIN
Paid Preparer Use Only	Print/Type preparer's name		JOSEPH E. MATRANGA	5/04/17	P00044158
	Firm's name	► Matranga & Company, An Accountancy Corp.			Firm's EIN ► 20-1147648
	Firm's address	► 6255 Lusk Blvd. Suite 150 San Diego, CA 92121			Phone no (858) 558-8100

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MELVIN SPITCAUF SKY MEMORIAL FOUNDATION

43-1186049

5/04/17

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ 1,788.		
TAX REFUND	293.		
Total	\$ 2,081.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	\$ 4,290.			
Total	\$ 4,290.	\$ 0.	\$ 0.	\$ 4,290.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MANAGEMENT FEES	\$ 432.	\$ 216.		
Total	\$ 432.	\$ 216.	\$ 0.	\$ 216.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MISCELLANEOUS EXPENSE	\$ 189.	\$ 95.		
Total	\$ 189.	\$ 95.	\$ 0.	\$ 94.

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MELVIN SPITCAUF SKY MEMORIAL FOUNDATION

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Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	Valuation Method	Book Value	Fair Market Value
CHARLES SCHWAB EQUITIES	Cost	\$ 1,235,965.	\$ 312,997.
	Total	\$ 1,235,965.	\$ 312,997.

Statement 6
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	Valuation Method	Book Value	Fair Market Value
ISRAEL BOND	Cost	\$ 250.	\$ 250.
	Total	\$ 250.	\$ 250.

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	Valuation Method	Book Value	Fair Market Value
ZAZOVE ART INVESTMENT	Cost	\$ 1,350,000.	\$ 835,928.
	Cost	\$ 37,800.	\$ 37,800.
	Total	\$ 1,387,800.	\$ 873,728.

Statement 8
Form 990-PF, Part III, Line 5
Other Decreases

BOOK/TAX ADJUSTMENT	\$ 789.
	Total \$ 789.

Statement 9
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
 Name: LARRY SPITCAUF SKY
 Care Of: DIANE PETERS
 Street Address: 10435 BOND
 City, State, Zip Code: OVERLAND PARK, KS 66214
 Telephone:
 E-Mail Address:
 Form and Content:
 Submission Deadlines: APRIL 30 OF EACH YEAR

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**Statement 9 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information****Restrictions on Awards: ONLY SCHOLARSHIPS FOR ARROW TRUCK SALES EMPLOYEES AND FAMILIES.****Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
SCRIPPS HEALTH FOUNDATION P.O. BOX 2669 LA JOLLA CA 92038	NONE		TO SUPPORT LOCAL HOSPITALS	\$ 35,000.
FOUNDATION FOR ANIMAL CARE AND EDUCATION 10455 SORRENTO VALLEY RD SAN DIEGO CA 92121	NONE		TO SUPPORT FOUNDATION FOR ANIMALS	1,000.
KEARSTIN O'MARA	NONE		SCHOLARSHIP	2,000.
NICOLE PEREZ	NONE		SCHOLARSHIP	2,000.
USO PO BOX 96860 WASHINGTON DC 20077	NONE		TO SUPPORT THE USO	100.
NADJA MESINOVIC	NONE		SCHOLARSHIP	2,000.
LA JOLLA INSTITUTE ALLERGY & IMMUNOLOGY 9420 ATHENA CIRCLE LA JOLLA CA 92037	NONE		TO SUPPORT LA JOLLA INSTITUTE ALLERGY & IMMUNOLOGY	40,000.
YOUNG LIFE AT LAKE CHAMPION 247 MOHICAN LAKE ROAD GLEN SPEY NY 12737	NONE		TO SUPPORT YOUNG LIFE AT LAKE CHAMPION	1,000.
GENESIS ACADEMY 3800 EAST 44TH STREET KANSAS CITY MO 64130	NONE		TO SUPPORT THE GENESIS ACADEMY	1,000.
BRANDON BROWN	NONE		SCHOLARSHIP	1,000.
			Total \$ 85,100.	

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Federal Worksheets

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MELVIN SPITCAUFSKY MEMORIAL FOUNDATION

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**Average Monthly Fair Market Value of Securities
Form 990-PF, Part X, Line 1a**

Security	January	February	March	April	May	June	July	August	September	October	November	December
Averages	1,013,786	960,290	996,924	1,019,492	1,034,032	1,026,970	1,011,256	1,003,806	1,065,832	1,135,198	1,138,845	1,129,840
Averages	<u>1,013,786</u>	<u>960,290</u>	<u>996,924</u>	<u>1,019,492</u>	<u>1,034,032</u>	<u>1,026,970</u>	<u>1,011,256</u>	<u>1,003,806</u>	<u>1,065,832</u>	<u>1,135,198</u>	<u>1,138,845</u>	<u>1,129,840</u>
Totals	<u>12,536,271</u>											<u>12</u>

Average Monthly Fair Market Value 1,044,689

