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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

2016

Open to Public
Inspection

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

<p>Name of foundation KELLY FAMILY CUIDIU FOUNDATION % WILLIAM & DEBORAH KELLY Number and street (or P O box number if mail is not delivered to street address) 595 New Loudon Road 137</p>		<p>A Employer identification number 45-3960471</p>			
		<p>B Telephone number (see instructions) (518) 225-4646</p>			
<p>City or town, state or province, country, and ZIP or foreign postal code Latham, NY 12110</p>		<p>C If exemption application is pending, check here ► <input type="checkbox"/></p>			
<p>G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p>		<p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p>			
<p>H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p>		<p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p>			
<p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 5,625,846</p>		<p>J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (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)		142,906		
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments		39	39	
	4 Dividends and interest from securities		103,183	103,183	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10		32,877		
	b Gross sales price for all assets on line 6a	83,735			
	7 Capital gain net income (from Part IV, line 2)			41,010	
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		279,005	144,232		
Operating and Administrative 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)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)		21,031	21,031	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)		4,000		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)		2,004	50	1,039
	24 Total operating and administrative expenses.		27,035	21,081	1,039
Add lines 13 through 23		297,500		297,500	
25 Contributions, gifts, grants paid		324,535	21,081	298,539	
26 Total expenses and disbursements. Add lines 24 and 25					
27 Subtract line 26 from line 12		-45,530			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			123,151		
c Adjusted net income (if negative, enter -0-)					

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	516,489	371,640	371,640
	2	Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	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)	4,742,337	4,841,656	5,254,206
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)				
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)	5,258,826	5,213,296	5,625,846	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable.			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	5,258,826		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	5,258,826	0	
	31	Total liabilities and net assets/fund balances (see instructions)	5,258,826	0	

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	5,258,826
2	Enter amount from Part I, line 27a	2	-45,530
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	5,213,296
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,213,296

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a 125 SHS 3M CO (MMM)		D	2014-06-06	2017-11-17
b 170 SHS 3M CO (MMM)		D	2014-06-09	2017-11-17
c CAPITAL GAIN DIVIDENDS		P		
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 21,575		18,063		3,512
b 29,344		24,662		4,682
c				32,816
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				3,512
b				4,682
c				
d				
e				
2 Capital gain net income or (net capital loss)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	41,010
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				

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

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

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

 Yes No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	248,306	5,206,805	0.047689
2014	215,908	3,138,740	0.068788
2013	9,941	91,273	0.108915
2012	8,956	98,433	0.090986
2011		98,500	
2 Total of line 1, column (d)			2 0.316378
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.063276
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 5,418,854
5 Multiply line 4 by line 3			5 342,883
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,232
7 Add lines 5 and 6			7 344,115
8 Enter qualifying distributions from Part XIII, line 4			8 298,539

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1	2,463
	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 ► <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,463
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,463
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	2,463
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,333
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	4,333
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,870
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ►	1,870	Refunded ►
			11

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	Yes	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1)	On the foundation ► \$ _____	(2)	On foundation managers ► \$ _____	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	Yes	No
	<i>If "Yes," attach a detailed description of the activities</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> 	3	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	Yes	No
	<i>If "Yes," attach the statement required by General Instruction T</i> 			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	6	Yes	
	• 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?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	► NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)?	9	Yes	No
	<i>If "Yes," complete Part XIV</i>			
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►www.kellycuidiu.org	13	Yes
14	The books are in care of ►WILLIAM & DEBORAH KELLY	Telephone no ►(518) 225-4646	
Located at ►595 NEW LOUDON ROAD 137 LATHAM NY			ZIP+4 ►12110
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	<input type="checkbox"/>
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►	16	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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?	<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.	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" 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) ►	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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).	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	No

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
If "Yes" to 6a, file Form 8870

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, (e) other allowances
WILLIAM P KELLY 595 New Loudon Road 137 Latham, NY 12110	DIRECTOR 0	0	0	0
DEBORAH L KELLY 595 New Loudon Road 137 Latham, NY 12110	DIRECTOR 0	0	0	0
SEAN P KELLY 595 New Loudon Road 137 Latham, NY 12110	DIRECTOR 0	0	0	0
KEVIN M KELLY 595 New Loudon Road 137 Latham, NY 12110	DIRECTOR 0	0	0	0

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

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

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".

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.

1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1 <u>NONE</u>	
2 _____	

All other program-related investments. See instructions.

All other program-related investments See instructions
3 _____

Total Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	5,020,825
b	Average of monthly cash balances.	1b	480,550
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,501,375
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	5,501,375
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	82,521
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,418,854
6	Minimum investment return. Enter 5% of line 5.	6	270,943

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

1	Minimum investment return from Part X, line 6.	1	270,943
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,463
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,463
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	268,480
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	268,480
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	268,480

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	298,539
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	298,539
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	298,539
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				268,480
2 Undistributed income, if any, as of the end of 2016			0	
a Enter amount for 2015 only.			0	
b Total for prior years 2014, 2013, 2012		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.	1,575			
d From 2014.	67,655			
e From 2015.				
f Total of lines 3a through e.	69,230			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 298,539			0	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				268,480
e Remaining amount distributed out of corpus	30,059			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	99,289			
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.			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	99,289			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.	1,575			
c Excess from 2014.	67,655			
d Excess from 2015.				
e Excess from 2016.	30,059			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ►			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed			
b	85% of line 2a			
c	Qualifying distributions from Part XII, line 4 for each year listed			
d	Amounts included in line 2c not used directly for active conduct of exempt activities			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

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

NA

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	39	
4 Dividends and interest from securities.			14	103,183	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	32,877	
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).				136,099	
13 Total Add line 12, columns (b), (d), and (e).					136,099

(See worksheet in line 13 instructions to verify calculations)

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

Form 990PF Part XV Line 1a - 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).

WILLIAM P KELLY

DEBORAH L KELLY

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Adirondack Camp Scholarship Fund PO BOX 93 Putnam Station, NY 12861	None	PC	General Charitable	2,500
Adirondack Foundation (ADK for Kids) PO Box 288 Lake Placid, NY 12946	None	PC	General Charitable	1,000
Animal Protective Foundation 53 Maple Ave Scotia, NY 12302	None	PC	General Charitable	5,000
Athens Community Council on Aging 135 Hoyt St Athens, GA 30601	None	PC	General Charitable	5,000
Autism Cares Foundation 816 2nd Street Pike Southampton, PA 18966	None	PC	General Charitable	5,000
Bigger Vision Community Shelter PO Box 49031 Athens, GA 30604	None	PC	General Charitable	5,000
Boys & Girls Clubs of Metro Denver 2017 West 9th Ave Denver, CO 80204	None	PC	General Charitable	5,000
Bronx River Alliance 1 Bronx River Pkwy Bronx, NY 10462	None	PC	General Charitable	5,000
CapCom Cares Foundation 18 Computer Dr E Albany, NY 12205	None	PC	General Charitable	1,000
Capital District YMCA 465 New Karner Road 2nd Floor Albany, NY 12205	None	PC	General Charitable	5,000
Capital Region Special Surgery Race for Hope 1220 New Scotland Rd Slingerlands, NY 12159	None	PC	General Charitable	1,000
Catholic Charities (Albany) - Housing Office 40 N Main Ave Albany, NY 12203	None	PC	General Charitable	10,000
Catholic Charities of Central Florida 1819 North Semoran Blvd Orlando, FL 32807	None	PC	General Charitable	5,000
Colorado Children's Campaign 1580 Lincoln Ste 420 Denver, CO 80203	None	PC	Tom McQuire	5,000
Craig Hospital Foundation 3425 S Clarkson Street Englewood, CO 80113	None	PC	General Charitable	10,000
Total				297,500
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Cystic Fibrosis Foundation 6931 Arlington Road 2nd Fl Bethesda, MD 20814	None	PC	General Charitable	5,000
Dana Farber - Jimmy Fund 450 Brookline Ave Boston, MA 02115	None	PC	General Charitable	2,500
DREAM Program PO Box 2040 Gautier, MS 39553	None	PC	General Charitable	2,500
Friends of Fontaine PO Box 11376 Albany, NY 12211	None	PC	General Charitable	10,000
HelpHOPELive 2 Radnor Corp Center 100 100 Mals Radnor, PA 19087	None	PC	General Charitable	5,000
Highlands Church 2644 W 32nd Ave Denver, CO 80211	None	PC	General Charitable	5,000
Interfaith Partnership 176 Sheridan Ave Albany, NY 12210	None	PC	General Charitable	5,000
Madison Oglethorpe Animal Shelter 1888 Colbert Danielsville Rd Danielsville, GA 30633	None	PC	GENERAL CHARITABLE	5,000
Maria College 700 New Scotland Ave Albany, NY 12208	None	PC	Scholarships	5,000
Marine Mammal Center 2000 Bunker road Fort Cronkhite Sausalito, CA 94965	None	PC	General Charitable	5,000
Mohawk Hudson Humane Society 3 Oakland Ave Menands, NY 12204	None	PC	General Charitable	5,000
National Building Museum 401 F Street Washington, DC 20001	None	PC	General Charitable	5,000
NE Amateur Skating Foundation PO Box 6881 Providence, RI 02940	None	PC	General Charitable	1,000
NE Amateur Skating Foundation PO Box 6881 Providence, RI 02940	None	PC	General Charitable	1,000
Partners for Care 2001 Breckenridge LN Alpharetta, GA 30005	None	PC	General Charitable	5,000
Total				297,500 ►
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Phamaly Theatre Company 1400 Dallas St Aurora, CO 80010	None	PC	General Charitable	5,000
Poverty-Actionorg 101 Whitney Avenue 2nd Floor New Haven, CT 06510	None	PC	GENERAL CHARITABLE	7,500
Project Safe PO Box 7532 Athens, GA 30604	None	PC	GENERAL CHARITABLE	5,000
Rensselaer Plateau Alliance 167 Brainard Rd Averill Park, NY 12018	None	PC	General Charitable	5,000
RPI Annual Fund 110 8th Street Troy, NY 12180	None	PC	General Charitable	1,000
Sardis Presbyterian Church PO Box 280 Sardis, GA 30456	None	PC	General Charitable	10,000
Seva Foundation 1786 Fifth St Berkeley, CA 94710	None	PC	GENERAL CHARITABLE	5,000
Siena College 515 Loudon Road Loudonville, NY 12211	None	PC	School of Business and Academic Community Engagement	10,000
St Martin's Church 3110 Ashford Dunwoody Rd Atlanta, GA 30319	None	PC	GENERAL CHARITABLE	5,000
St Paul's Church 174 Whisconier Road Brookfield, CT 06804	None	PC	GENERAL CHARITABLE	2,500
St Ambrose Food Pantry 347 Old Loudon Road Latham, NY 12110	None	PC	GENERAL CHARITABLE	2,500
St Francis Xavier Haitian Orphanage PO Box 11054 Albany, NY 12211	None	PC	GENERAL CHARITABLE	5,000
St Jude's Children's Hospital 501 St Jude Place Memphis, TN 38105	None	PC	GENERAL CHARITABLE	5,000
St Paul's Church 174 Whisconier Road Brookfield, CT 06804	None	PC	GENERAL CHARITABLE	5,000
St Paul's Church 174 Whisconier Road Brookfield, CT 06804	None	PC	GENERAL CHARITABLE	2,500
Total ►				297,500
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
St Rose's Church 46 Church Hill Road Newtown, CT 06470	None	PC	GENERAL CHARITABLE	1,000
Steer for Student Athletes 6 Indian Hill Rd Rye, NY 10580	None	PC	General Charitable	10,000
Sunnyview Rehabilitation Hospital Foundation 1270 Belmont Avenue Schenectady, NY 12308	None	PC	General Charitable	10,000
TAPS (tapsorg) 3033 Wilson Blvd Suite 630 Arlington, VA 22201	None	PC	GENERAL CHARITABLE	5,000
TechBridge 100 Peachtree St NW Suite 2090 Atlanta, GA 30303	None	PC	GENERAL CHARITABLE	5,000
The Community Hospice 295 Valley View Blvd Rensselaer, NY 12144	None	PC	GENERAL CHARITABLE	5,000
The Crucible 1260 7th street Oakland, CA 94607	None	PC	GENERAL CHARITABLE	5,000
The Sparrow's Nest 745 Prince Avenue Athens, GA 30603	None	PC	GENERAL CHARITABLE	5,000
Things of My Very Own 1011 Cheyenne Rd Scotia, NY 12302	None	PC	GENERAL CHARITABLE	5,000
Thornwell Children's Home (GA) 302 S Broad St Clinton, SC 29325	None	PC	GENERAL CHARITABLE	5,000
UALbany Foundation 1400 Washington Avenue Albany, NY 12222	None	PC	School of Public Health	5,000
University of Alaska PO Box 755140 Fairbanks, AK 99775	None	PC	GENERAL CHARITABLE	10,000
Warren Washington County Homeless Youth Coalition PO Box 3252 Glens Falls, NY 12801	None	PC	GENERAL CHARITABLE	5,000
Whitney M Yound Health Center Lark Arbor Drives Albany, NY 12207	None	PC	GENERAL CHARITABLE	5,000
Woman's Club of Stuart Florida 729 SE Ocean Blvd Stuart, FL 34994	None	PC	GENERAL CHARITABLE	1,000
Total				297,500 ►
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
Wounded Warriors South FL 1335 Old Dixie Hwy Unit 3 Lake Park, FL 33403	None	PC	GENERAL CHARITABLE	2,000
Total				297,500 ►
3a				

TY 2016 All Other Program Related Investments Schedule

Name: KELLY FAMILY CUIDIU FOUNDATION

EIN: 45-3960471

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: KELLY FAMILY CUIDIU FOUNDATION

EIN: 45-3960471

TY 2016 Investments Corporate Stock Schedule

Name: KELLY FAMILY CUIDIU FOUNDATION

EIN: 45-3960471

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB	0	0
PERSHING	4,841,656	5,254,206

TY 2016 Other Expenses Schedule

Name: KELLY FAMILY CUIDIU FOUNDATION
EIN: 45-3960471

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSES	1,754	50		789
NY DEPT OF LAW	250			250

TY 2016 Other Professional Fees Schedule

Name: KELLY FAMILY CUIDIU FOUNDATION

EIN: 45-3960471

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BENDER LANE ADVISORY, LLC	21,031	21,031		

TY 2016 Taxes Schedule

Name: KELLY FAMILY CUIDIU FOUNDATION**EIN:** 45-3960471

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UNITED STATES TREASURY (IRS)	4,000			

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF
 ► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990.

2016
Name of the organization
 KELLY FAMILY CUIDIU FOUNDATION

Employer identification number
 45-3960471
Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

Form 990-PF

527 political organization
 501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II. See instructions for determining a contributor's total contributions

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc. purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc. purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc. contributions totaling \$5,000 or more during the year. ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization KELLY FAMILY CUIDIU FOUNDATION		Employer identification number 45-3960471	
Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DEBORAH L KELLY 595 NEW LOUDON ROAD 137	\$ 75,332	Person <input type="checkbox"/>
	LATHAM, NY12110		Payroll <input type="checkbox"/>
			Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	WILLIAM P KELLY 595 NEW LOUDON ROAD 137	\$ 67,574	Person <input type="checkbox"/>
	LATHAM, NY12110		Payroll <input type="checkbox"/>
			Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization KELLY FAMILY CUIDIU FOUNDATION		Employer identification number 45-3960471	
Part II Noncash Property (a) (b) (c) (d) No.from Part I Description of noncash property given FMV (or estimate) Date received (see instructions) Use duplicate copies of Part II if additional space is needed			
1	125 SHS 3M Co Common Stock (MMM)	\$ 29 308	2016-11-16
(a) (b) (c) (d) No.from Part I	Description of noncash property given	FMV (or estimate)	Date received
2	125 SHS 3M Co Common Stock (MMM)	\$ 21 550	2016-11-16
(a) (b) (c) (d) No.from Part I	Description of noncash property given	FMV (or estimate)	Date received
1	1110 SHS POWERSHARES EXCHANGE TRADED FD (SPLV)	\$ 46 024	2016-12-20
(a) (b) (c) (d) No.from Part I	Description of noncash property given	FMV (or estimate)	Date received
2	1110 SHS POWERSHARES EXCHANGE TRADED FD (SPLV)	\$ 46 024	2016-12-20
(a) (b) (c) (d) No.from Part I	Description of noncash property given	FMV (or estimate)	Date received
		\$	
(a) (b) (c) (d) No.from Part I	Description of noncash property given	FMV (or estimate)	Date received
		\$	

Name of organization KELLY FAMILY CUIDIU FOUNDATION		Employer identification number 45-3960471	
Part III <i>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____</i> Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

2016 Schedule B - Part II (Noncash Property)
Kelly Family Cudlu Foundation Inc.

DEBORAH L KELLY TRUST PERSHING #XT4-001260

<u>ISSUER NAME</u>	<u>ISSUER TICKER SYMBOL</u>	<u># OF SHARES</u>	<u>CONTRIBUTION DATE</u>	<u>DATE ACQUIRED</u>	<u>HOW ACQUIRED</u>	<u>HIGH</u>	<u>LOW</u>	<u>AVG</u>	<u>FMV</u>	<u>COST BASIS</u>
3M Co	MMM	170	11/16/2016	6/9/2014	PURCHASE	\$ 173.23	\$ 171.57	\$ 172.40	\$ 29,308.00	\$ 24,661.90
POWERSHARES EXCHANGE-TRAC SPLV		1100	12/20/2016	5/22/2015	PURCHASE	\$ 41.94	\$ 41.74	\$ 41.84	\$ 46,024.00	\$ 41,538.00
									\$ 75,332.00	\$ 66,219.90

WILLIAM P KELLY TRUST PERSHING #XT4-001252

<u>ISSUER NAME</u>	<u>ISSUER TICKER SYMBOL</u>	<u># OF SHARES</u>	<u>CONTRIBUTION DATE</u>	<u>DATE ACQUIRED</u>	<u>HOW ACQUIRED</u>	<u>HIGH</u>	<u>LOW</u>	<u>AVG</u>	<u>FMV</u>	<u>COST BASIS</u>
3M Co	MMM	125	11/16/2016	6/6/2014	PURCHASE	\$ 173.23	\$ 171.57	\$ 172.40	\$ 21,550.00	\$ 18,062.50
POWERSHARES EXCHANGE-TRAC SPLV		1100	12/20/2016	5/22/2015	PURCHASE	\$ 41.94	\$ 41.74	\$ 41.84	\$ 46,024.00	\$ 41,536.90
									\$ 67,574.00	\$ 59,619.40
									\$ 142,906.00	\$ 125,839.30