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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*.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
SKILLBUILDERS FUND

A Employer identification number
48-0984713

Number and street (or P O box number if mail is not delivered to street address) Room/suite
4701 COLLEGE BLVD SUITE 214

B Telephone number (see instructions)
(913) 608-7545

City or town, state or province, country, and ZIP or foreign postal code
LEAWOOD, KS 66211

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 4,373,077

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	109,256	109,256		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-91,319			
	b	Gross sales price for all assets on line 6a 997,156				
	7	Capital gain net income (from Part IV, line 2)				
	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)	813	813		
	12	**Total.** Add lines 1 through 11	18,750	110,069		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	56,889	5,689		51,200
	14	Other employee salaries and wages	23,291			23,291
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	9,150	4,575		4,575
	c	Other professional fees (attach schedule)	59,465	24,051		35,414
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	9,213	1,672		5,041
	19	Depreciation (attach schedule) and depletion	3,004	122		
	20	Occupancy	11,292			11,292
	21	Travel, conferences, and meetings	8,997			8,997
	22	Printing and publications				
	23	Other expenses (attach schedule)	23,060			23,060
	24	**Total operating and administrative expenses.** Add lines 13 through 23	204,361	36,109		162,870
	25	Contributions, gifts, grants paid	80,000			80,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	284,361	36,109		242,870
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-265,611			
	b	**Net investment income** (if negative, enter -0-)		73,960		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	423,884	28,923	28,923
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)	2,242,737	2,508,609	2,935,613
c	Investments—corporate bonds (attach schedule)	1,088,819	1,433,985	1,402,946
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	467,823		
14	Land, buildings, and equipment basis ▶ 11,585			
	Less accumulated depreciation (attach schedule) ▶ 5,990	8,477	5,595	5,595
15	Other assets (describe ▶)	10,244		
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,241,984	3,977,112	4,373,077
Liabilities				
17	Accounts payable and accrued expenses	137	420	
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)	137	420	
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 ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	4,241,847	3,976,692	
30	**Total net assets or fund balances** (see instructions)	4,241,847	3,976,692	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,241,984	3,977,112	

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	4,241,847
2	Enter amount from Part I, line 27a	2	-265,611
3	Other increases not included in line 2 (itemize) ▶	3	456
4	Add lines 1, 2, and 3	4	3,976,692
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	3,976,692

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-91,319
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-12,768

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	236,016	4,621,748	0 051066
2014	316,145	4,929,880	0 064128
2013	219,075	4,776,813	0 045862
2012	232,792	4,575,382	0 050879
2011	195,108	4,593,226	0 042477

2	**Total** of line 1, column (d)	2	0 254412
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 050882
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,299,886
5	Multiply line 4 by line 3	5	218,787
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	740
7	Add lines 5 and 6	7	219,527
8	Enter qualifying distributions from Part XII, line 4	8	242,870

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary–see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	740
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	740
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	740
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,500		
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	2,500
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	10
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	1,750
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 1,750	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		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? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ KS			
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	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶SKILLBUILDERSFUND ORG

14 The books are in care of ▶BARBARA P ALLEN Telephone no ▶(913) 608-7545

Located at ▶4701 COLLEGE BLVD SUITE 214 4701 COLLEGE BLVD SUITE 214 LEAWOOD KS ZIP+4 ▶66211

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 |

			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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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		No
	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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ▶ 20____, 20____, 20____, 20____	☐ Yes ☑ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b		No

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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** 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? **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 (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, other allowances
See Additional Data Table				

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	Title, and average hours per week **(b)** 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. ▶

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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 BIOGRAPHICAL / EDUCATIONAL & INFORMATIONAL BOOK RELEASE AND AUTHOR EVENT REGARDING THE LIFE AND VISION OF THE FOUNDER OF THE SKILLBUILDERS FUND - WITH PROMOTIONAL SUPPORT PROVIDED FROM FIVE GRANTEE NONPROFIT ORGANIZATIONS, SPECIFICALLY THIS RELEASE / EVENT OUTLINES THE VISION AND MISSIONS OF THE SKILLBUILDERS FUND - THAT WAS CONSISTENT WITH THE ASPIRATIONS OF THE FOUNDER THE OPERATIONS OF THESE SUPPORTIVE GRANTEE NONPROFIT ORGANIZATIONS AND OF THE SKILLBUILDERS FUND ITSELF ARE BELEIVED TO BE CONSISTENT WITH THIS VISION AND MISSION STATEMENTS	50,561
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**	
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	4,244,304
b	Average of monthly cash balances.	1b	115,468
c	Fair market value of all other assets (see instructions).	1c	5,595
d	**Total** (add lines 1a, b, and c).	1d	4,365,367
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	
3	Subtract line 2 from line 1d.	3	4,365,367
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	65,481
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,299,886
6	**Minimum investment return.** Enter 5% of line 5.	6	214,994

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	214,994
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	740		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	740
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	214,254
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	214,254
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	214,254

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	242,870
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	242,870
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	740
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	242,130

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				214,254
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
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. 70,098				
e From 2015. 9,879				
f **Total** of lines 3a through e.	79,977			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 242,870				
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.				214,254
e Remaining amount distributed out of corpus	28,616			
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:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	108,593			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
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	108,593			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014. 70,098				
d Excess from 2015. 9,879				
e Excess from 2016. 28,616				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

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

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

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

SKILLBUILDERS FD-ATTN BARBARA ALLEN
4701 COLLEGE BLVD SUITE 214
OVERLAND PARK, KS 66211
(913) 608-7545
BALLEN@SKILLBUILDERSFUND ORG

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

APPLICATION SHOULD BE SUBMITTED IN SIMPLE LETTER FORM, NOT MORE THAN THREE PAGES IN LENGTH AND SHOULD INCLUDE THE FOLLOWING INFORMATION 1 NEED OF THE GRANT 2 PURPOSE OF THE GRANT 3 LIST OF THE BOARD OF DIRECTORS OF THE REQUESTING ORGANIZATION 4 OTHER CONTRIBUTIONS 5 PROJECT BUDGET

c Any submission deadlines

NONE

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

THE PRIMARY PURPOSE OF THE SKILLBUILDERS FUND IS TO PROVIDE FUNDS TO ORGANIZATIONS, AS DESCRIBED IN SECTIONS 501C(3)(3), 170, 2055 & 2522 OF THE INTERNAL REVENUE CODE, THAT ENHANCE THE CAPABILITIES OF WOMEN OF ALL AGES TO REALIZE THEIR FULL POTENTIAL, WITH EMPHASIS ON WOMEN IN THE KANSAS CITY AREA

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 Additional Data Table				
Total . . . . ▶ **3a**				80,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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					
4 Dividends and interest from securities. . . .			14	109,256	
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.			15	813	
8 Gain or (loss) from sales of assets other than inventory			26	-91,319	
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). .				18,750	

13 Total. Add line 12, columns (b), (d), and (e). **13** 18,750

(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)

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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2017-09-06	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
KELLY N BOAN CPA		2017-09-06		P01386178
Firm's name ▶ KMB-CPAS LLC				Firm's EIN ▶27-4417132
Firm's address ▶ 8717 W 110TH STREET SUITE 540 OVERLAND PARK, KS 662102126				Phone no (913) 912-7052

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JP MORGAN CHASE ALERIAN - 1,130 SHS	P	2015-08-27	2016-02-17
DFA REAL ESTATE - 1,463 7210 SHS	P	2013-09-11	2016-03-16
DOUBLELINE TOTAL RT - 1,754 2320 SHS	P	2013-02-08	2016-12-01
DFA EMERGING MKTS CORE - 68 6730 SHS	P	2015-06-08	2016-03-16
DFA US VECTOR EQUTY - 5,890 5870 SHS	P	2013-12-31	2016-03-16
DOUBLELINE TOTAL RT - 13,708 412 SHS	P	2013-12-31	2016-12-14
DFA US VECTOR EQTY - 809 6810 SHS	P	2015-12-31	2016-03-16
CALIFORNIA RESOURCES - 0 7874 SHS	P	2006-05-26	2016-03-24
COLT ENERGY OIL & GAS ROYALTY INT	P	2015-09-15	2016-09-28
DFA INTL VECTOR - 206 6670 SHS	P	2015-06-08	2016-05-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
27,716		39,626	-11,910
50,000		39,016	10,984
18,634		19,922	-1,288
1,109		1,158	-49
87,916		80,264	7,652
145,000		153,902	-8,902
12,084		12,393	-309
1		1	
5,099		10,122	-5,023
2,177		2,385	-208

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-11,910
			10,984
			-1,288
			-49
			7,652
			-8,902
			-309
			-5,023
			-208

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALIFORNIA RESOURCES - 17 SHS	P	2006-05-26	2016-04-04
COLLINS CAPITAL HEDGE FD-SETTLEMENT	P	2014-12-31	2016-02-29
MATISSE DICOUNTED - 283 3660 SHS	P	2016-09-30	2016-10-04
COSTCO WHOLESALE CO - 95 SHS	P	2006-05-26	2016-04-04
COLLINS CAPITAL HEDGE FD-SETTLEMENT	P	2014-12-31	2016-08-23
DOUBLELINE TOTAL RT - 1,557 4220 SHS	P	2015-12-31	2016-11-22
DFA INTL VECTOR - 2,641 3410 SHS	P	2010-12-31	2016-05-24
DOUBLELINE TOTAL RT - 128 6470 SHS	P	2016-08-06	2016-12-01
MICROSOFT CORP - 305 SHS	P	2008-12-31	2016-05-24
JOHNSON CONTROLS INC - 345 SHS	P	2014-06-13	2016-02-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20		14	6
1,271			1,271
2,724		2,751	-27
14,898		5,178	9,720
4,611			4,611
16,654		16,906	-252
27,823		30,281	-2,458
1,366		1,379	-13
15,710		5,941	9,769
12,023		17,093	-5,070

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6
			1,271
			-27
			9,720
			4,611
			-252
			-2,458
			-13
			9,769
			-5,070

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GENERAL ELECTRIC CO - 510 SHS	P	2014-10-20	2016-06-06
QUALCOMM INC - 225 SHS	P	2014-07-25	2016-02-08
GUGGENHEIM S&P 500 PURE - 990 SHS	P	2014-06-16	2016-06-20
HELMERICH & PAYNE - 265 SHS	P	2007-12-10	2016-02-10
GUGGENHEIM S&P 500 PURE - 1,400 SHS	P	2014-06-16	2016-06-20
IBM CORP - 90 SHS	P	2009-09-15	2016-02-10
MATISSE DISCOUNTED - 2,091 4320 SHS	P	2013-04-11	2016-07-19
JP MORGAN CHASE ALERIAN - 6,020 SHS	P	2013-12-31	2016-02-17
EMC CORP MASS - 675 SHS	P	2013-10-04	2016-08-12
DENTSPLY SIRONA INC - 0 9880 SHS	P	2013-09-03	2016-03-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15,348		12,732	2,616
9,757		17,109	-7,352
79,997		75,126	4,871
12,364		9,867	2,497
71,627		75,055	-3,428
11,031		10,741	290
20,000		22,376	-2,376
147,654		278,017	-130,363
19,185		16,989	2,196
59		36	23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,616
			-7,352
			4,871
			2,497
			-3,428
			290
			-2,376
			-130,363
			2,196
			23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MATISSE DICOUNTED - 1,797 1950 SHS	P	2013-04-11	2016-10-04
DENTSPLY SIRONA INC - 253	P	2013-09-03	2016-03-07
MATISSE DISCOUNTED - 2,638 7130 SHS	P	2013-12-31	2016-11-21
DFA EMERGING MKTS - 3,027 2430 SHS	P	2010-12-31	2016-03-16
DOUBLELINE TOTAL RT - 1,247 9990 SHS	P	2013-02-08	2016-11-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
17,276		19,239	-1,963
15,429		9,196	6,233
25,000		27,265	-2,265
48,891		62,218	-13,327
13,346		14,177	-831

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,963
			6,233
			-2,265
			-13,327
			-831

Form 990PF Part VIII Line 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
BARBARA P ALLEN 9851 ASH DRIVE 9851 ASH DRIVE OVERLAND PARK, KS 66207	PRESIDENT/DI 30 00	56,889	0	0
BETSY VANDER VELDE 444 MINNESOTA AVE STE 200 444 MINNESOTA AVE STE 200 KANSAS CITY, KS 66101	VICE-CHAIRPE 1 00	0	0	0
MARGO QUIRICONI 203 E 66TH TERRACE 203 E 66TH TERRACE KANSAS CITY, MO 64113	SEC /DIRECTO 1 00	0	0	0
LISA WYATT KNOWLTON 4701 COLLEGE BLVD SUITE 214 4701 COLLEGE BLVD SUITE 214 LEAWOOD, KS 66211	DIRECTOR 1 00	0	0	0
DEBBIE ALLEN 638 FEDERAL TERRACE SE 638 FEDERAL TERRACE SE ATLANTA, GA 30315	DIRECTOR 1 00	0	0	0

Form 990PF Part XV Line 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*				
BELOVED ATLANTA 426 DEERING RD NW ATLANTA, GA 30309	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	3,000
GIRLS ON THE RUN 2110 W 75TH STREET PRAIRIE VILLAGE, KS 66208	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	1,500
THE FAMILY CONSERVANCY 444 MINNESOTA AVE KANSAS CITY, KS 66101	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	2,000
THE LEAN LAB 1714 JEFFERSON STREET KANSAS CITY, MO 64108	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	3,000
VILLA LA PAZ FOUNDATION PO BOX 76507 ST PETERSBURG, FL 33734	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	3,000
Total . . . . ▶ 3a				80,000

Form 990PF Part XV Line 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*				
WOMEN'S EMPLOYMENT NETWORK 920 MAIN STREET STE 100 KANSAS CITY, MO 64105	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	25,000
CAMP FIRE 1801 MAIN STREET STE 200 KANSAS CITY, MO 64108	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	1,000
WILDWOOD OUTDOOR EDUCATION CENTER 7095 W 399TH STREET LA CYGNE, KS 66040	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	40,000
AMETHYST PLACE 2735A TROOST KANSAS CITY, MO 64109	N/A	PUB CHARITY	FINCL SUPPORT OF PUBLIC CHARITY	1,500
Total . . . . ▶ 3a				80,000

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TY 2016 Accounting Fees Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING SERVS - KMB-CPAS, LLC	9,150	4,575		4,575

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

TY 2016 Depreciation Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAPTOP / COMPUTER EQ	2013-05-14	2,030	1,082	STRAIGHT LINE	5 0000	406			
OFFICE EQUIPMENT	2013-06-30	141	71	STRAIGHT LINE	5 0000	28			
OFFICE FURNITURE-CHAIR	2013-11-29	71	22	STRAIGHT LINE	7 0000	10			
OFFICE EQUIPMENT	2014-01-29	393	157	STRAIGHT LINE	5 0000	79			
COMPUTER PRINTER	2014-03-31	98	36	STRAIGHT LINE	5 0000	19			
LEASEHOLD IMPROVEMENTS	2014-03-31	1,309	160	STRAIGHT LINE	15 0000	87			
SOFTWARE-GRANT MGMT/MICROEDGE	2015-04-02	6,175	1,544	AMORTIZATION	3 0000	2,058			
OFFICE TABLE - SANTA FE OFFICE	2015-09-21	322	12	STRAIGHT LINE	7 0000	46			
PICTURE FRAME (MPA)	2015-10-21	1,047	25	STRAIGHT LINE	7 0000	149			

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TY 2016 Investments Corporate Bonds Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DOUBLELINE TOTAL RETURN FUND	277,929	266,671
GUGGENHEIM TOTAL RETURN FUND	261,432	257,193
METROPOLITAN WEST TOTAL RETURN BD I	253,053	245,611
LOOMIS SAYLES BOND FUND	225,920	218,270
VANGUARD SHORT TERM INV GRADE FD	254,330	254,493
VANGUARD SHORT TERM OND IDX FD	161,321	160,708

TY 2016 Investments Corporate Stock Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERWYN INCOME FUND	217,437	224,885
DFA EMERGING MKTS CORE FUND	270,856	289,356
DFA INTL SMALL CAP VALUE FD	184,522	175,070
DFA REAL ESTATE FUND	147,144	187,630
DFA US VECTOR EQTY PORT FD	155,056	206,529
DFA INTL VECTOR EQUITY FUND	106,994	148,101
DFA US LARGE CAP VALUE FD	209,892	239,733
DOUBLELINE SHILLER EHNCD	157,377	172,325
FIRST EAGLE OVERSEAS FD	204,406	210,739
MATISSE DISCOUNTED FUND	212,788	204,470
MATTHEWS ASIAN GROWTH FUND	249,050	234,417
VANGUARD TOTAL STK MKT FD	101,868	233,951
ACTIVISION BLIZZARD	16,084	16,972
AFFILIATED MANAGERS	16,260	13,804
ALPHABET INC	4,025	20,604
AMETEK	17,124	17,010
BE AEROSPACE INC	16,006	20,465
COOPER COMPANIES	13,365	17,493
COSTCO WHOLESALE		
CUMMINS INC	16,839	16,400
DOLLAR TREE INC	12,381	17,751
EMC CORP		
GENERAL ELECTRIC COMPANY		
GENERAL MOTORS CO	13,348	16,897
HELMERICH & PAYNE INC		
IBM		
JB HUNT TRANSPORT	16,117	19,414
JOHNSON & JOHNSON	9,099	17,282
JOHNSON CONTROLS INC		
JP MORGAN CHASE & CO	8,864	19,415

Name of Stock	End of Year Book Value	End of Year Fair Market Value
METLIFE INC	15,994	20,478
MICROSOFT CORP		
O REILLY AUTOMOTIVE NEW	5,273	16,705
OCCIDENTAL PETROLEUM CORP	8,979	13,534
OWENS CORNING INC	16,051	16,241
PERKINELMER INC	13,804	17,992
QUALCOMM INC		
QUEST DIAGNOSTIC INC	15,910	19,299
SIRONA DENTAL SYSTEMS		
TARGET CORPORATION	10,965	16,252
VERIZON COMMUNICATN	17,098	20,818
VISA INC	12,870	15,214
WALGREENS BOOTS ALLI	8,843	17,793
YUM BRANDS INC	4,135	14,566
YUM CHINA HOLDINGS I	1,785	6,008

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TY 2016 Investments - Other Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
JP MORGAN CHASE ALERIAN ETN	AT COST		
GUGGENHEIM ETF S&P 500 PURE GR	AT COST		
GUGGENHEIM ETF S&P 500 PURE VALUE	AT COST		

TY 2016 Land, Etc. Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE FURN / EQ / LH IMPROVS	11,585	5,990	5,595	5,595

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TY 2016 Other Assets Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OIL/GAS LSE - ROYALTY INTEREST	10,244		

TY 2016 Other Expenses Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE	3,096			3,096
DUES / FEES/ SUBSCRIPTIONS	870			870
OFFICE EXPENSES	1,230			1,230
PRINTING, DESIGN & WEBSITE	161			161
IT SERVICES	1,065			1,065
KS ANNUAL REPORT FEE	40			40
TELEPHONE	1,451			1,451
MPA MEMOIR PROJ-OTHER EXPS	15,147			15,147

TY 2016 Other Income Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CVR REFINING, LP	673	673	
COLT ENERGY INC	140	140	

TY 2016 Other Increases Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Description	Amount
INV / TAX STMTS REPORTING ADJS	456

TY 2016 Other Professional Fees Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INV MGMT FEES-BRIDGEWATER ADVS	24,051	24,051		
MPA MEMOIR PROJ-CONTRACT FEES	35,414			35,414

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TY 2016 Taxes Schedule

Name: SKILLBUILDERS FUND

EIN: 48-0984713

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	5,041			5,041
FOREIGN TAXES	1,672	1,672		
FEDERAL EXCISE TAX- NET INV INC	2,500			