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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

THE DOGWOOD FOUNDATION

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

201 SWEETWATER SPRINGS DRIVE

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

POOLVILLE, TX 76487

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c), line

16) ▶ \$ 17,261,927.

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

65-0499552

B Telephone number (see instructions)

(405) 203-2855

C If exemption application is
pending, check here.☐

D 1 Foreign organizations, check here.

☐2 Foreign organizations meeting the
85% test, check here and attach
computation☐E If private foundation status was terminated
under section 507(b)(1)(A), check here.☐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)
1 Contributions, gifts, grants, etc., received (attach schedule)	109,587.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	371,999.	371,980.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	805,043.			
b Gross sales price for all assets on line 6a 9,372,832.				
7 Capital gain net income (from Part IV, line 2)		796,268.		
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) ATCH. 2	-6,687.	-8,006.		
12 Total. Add lines 1 through 11	1,279,942.	1,160,242.		
13 Compensation of officers, directors, trustees, etc.	46,175.	23,087.		23,088.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) ATCH. 3.	8,815.	4,407.		4,408.
b Accounting fees (attach schedule) ATCH. 4	21,535.	10,767.		10,768.
c Other professional fees (attach schedule) [5]	40,379.	40,379.		
17 Interest. ATCH. 6.	237.	200.		
18 Taxes (attach schedule) (see instructions) [7].	17,887.	5,914.		3,825.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	2,141.			2,141.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 8.	84,813.	55,215.		28,532.
24 Total operating and administrative expenses. Add lines 13 through 23.	221,982.	139,969.		72,762.
25 Contributions, gifts, grants paid	812,000.			812,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,033,982.	139,969.	0.	884,762.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	245,960.			
b Net investment income (if negative, enter -0-)		1,020,273.		
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	1,280,550.	448,034.	448,034.	
	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) . .	2,468,686.			
	b	Investments - corporate stock (attach schedule) ATCH 9	8,892,473.	7,864,653.	8,444,814.	
	c	Investments - corporate bonds (attach schedule) ATCH 10	3,431,980.	7,649,789.	7,422,098.	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 11	1,470,958.	1,516,956.	946,981.	
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)	17,544,647.	17,479,432.	17,261,927.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons . .				
	21	Mortgages and other notes payable (attach schedule)				
Net Assets or Fund Balances	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	17,233,473.	17,479,432.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
30	Total net assets or fund balances (see instructions)	17,233,473.	17,479,432.			
31	Total liabilities and net assets/fund balances (see instructions)	17,233,473.	17,479,432.			

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	17,233,473.
2	Enter amount from Part I, line 27a	2	245,960.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	17,479,433.
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	17,479,433.

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 SEE PART IV SCHEDULE					
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					
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					
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	796,269.	
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	0.	

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

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

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

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

☐ Yes ☒ No

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

(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	1,083,249.	17,830,003.	0.060754
2014	1,145,091.	18,818,515.	0.060849
2013	577,523.	17,458,956.	0.033079
2012	805,790.	16,183,938.	0.049789
2011	755,797.	16,046,990.	0.047099
2 Total of line 1, column (d)			2 0.251570
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 0.050314
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 16,740,219.
5 Multiply line 4 by line 3.			5 842,267.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 10,203.
7 Add lines 5 and 6.			7 852,470.
8 Enter qualifying distributions from Part XII, line 4. 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			8 884,762.

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 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	10,203.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	10,203.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	10,203.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	9,843.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	14,843.	
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	4,640.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input checked="" type="checkbox"/> 4,640. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MI, TX, <input type="checkbox"/>		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2016)

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address <input type="checkbox"/> N/A		
14 The books are in care of <input type="checkbox"/> FRANK G. MERRILL Telephone no <input type="checkbox"/> 405-203-2855		
Located at <input type="checkbox"/> 201 SWEETWATER SPRINGS DRIVE POOLVILLE, TX ZIP+4 <input type="checkbox"/> 76487		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> 15		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <input 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 checked="" type="checkbox"/> Yes <input 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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <input type="checkbox"/>		
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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a list the years here <input type="checkbox"/>		
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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Form 990-PF (2016)

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** N/A

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

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

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** N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		46,175.	0.	0.

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

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

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

Form 990-PF (2016)

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 NOT APPLICABLE

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 NOT APPLICABLE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3 ▶

Form 990-PF (2016)

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	15,147,170.
b	Average of monthly cash balances	1b	778,051.
c	Fair market value of all other assets (see instructions).	1c	1,069,925.
d	Total (add lines 1a, b, and c)	1d	16,995,146.
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	16,995,146.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	254,927.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,740,219.
6	Minimum investment return. Enter 5% of line 5	6	837,011.

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	837,011.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	10,203.
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,203.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	826,808.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	826,808.
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	826,808.

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	884,762.
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	884,762.
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	10,203.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	874,559.

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.

Form 990-PF (2016)

Page **9****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				826,808.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015 91,025.				
f Total of lines 3a through e	91,025.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>884,762.</u>				
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.				826,808.
e Remaining amount distributed out of corpus.	57,954.			
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	148,979.			
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.				
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	148,979.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015 91,025.				
e Excess from 2016 57,954.				

Form **990-PF** (2016)

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

NOT APPLICABLE

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter:					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

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

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHMENT 14				812,000.
Total			▶ 3a	812,000.
b Approved for future payment SEE ATTACHMENT 15				275,000.
Total			▶ 3b	275,000.

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 .					
4 Dividends and interest from securities	525990	17.	14	371,980.	
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	525900	8,775.	18	796,268.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b ATCH 13		1,319.		-8,006.	
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)		10,111.		1,160,242.	
13 Total. Add line 12, columns (b), (d), and (e)					1,170,353.

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

[illegible]

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

- | | | | | |
|----------|---|--------------|------------|-----------|
| 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? | | Yes | No |
| | | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| | (c) Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
NOT APPLICABLE		

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.

FRANK G. MENAROLI Signature of officer or trustee	11/17/17 Date	ENABLER Title	May the IRS discuss this return with the preparer shown below (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
---	-------------------------	-------------------------	---

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	TRISHA L DILLINGER	<i>Trisha L Dillinger</i>	11/13/17		P01242479
	Firm's name ▶	ERNST & YOUNG US LLP			Firm's EIN ▶
	Firm's address ▶	50 SOUTH MAIN STREET SUITE 1200 AKRON, OH 44308			Phone no 330-255-5243

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

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

OMB No 1545-0047

2016

Name of the organization

THE DOGWOOD FOUNDATION

Employer identification number

65-0499552

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☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck 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 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 33 1/3 % 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE DOGWOOD FOUNDATION

Employer identification number

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	DOROTHY SCOTT MERRILL CHAR LD UNITRUST MONROE VOS SECURITIES HOUSTON, TX 77002	\$ 109,587.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE DOGWOOD FOUNDATION

Employer identification number

Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization THE DOGWOOD FOUNDATION

Employer identification number

Part III 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.) ► \$ _____
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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
141,760.		TOTAL CAPITAL GAIN DISTRIBUTIONS					141,760.	
		MONROE VOS ACCT 1168 STOCK SALES				P	VAR	VAR
2,806,504.		PROPERTY TYPE: SECURITIES						
		2,464,046.					342,458.	
		MONROE VOS ACCT 4110 STOCK SALES				P	VAR	VAR
6,216,672.		PROPERTY TYPE: SECURITIES						
		6,103,742.					112,930.	
		NT PRIVATE EQUITY II (FROM K-1)				P	VAR	VAR
17,531.		PROPERTY TYPE: SECURITIES						
		17,531.						
		NT PRIVATE EQUITY FUND III				P	VAR	VAR
136,445.		PROPERTY TYPE: SECURITIES						
		136,445.						
		MEZZANINE PARTNERS III				P	VAR	VAR
44,465.		PROPERTY TYPE: SECURITIES						
		44,465.						
		MONTAUK TRIGAURD FUND VII					VAR	VAR
680.							680.	
TOTAL GAIN (LOSS)							<u>796,269.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MONROE VOS #1168 - DIVIDENDS	207,666.	207,666.
PRIVATE EQUITY FUND II - DIVIDENDS	676.	675.
PRIVATE EQUITY FUND III - DIVIDENDS	4,985.	4,983.
PRIVATE EQUITY FUND II - INTEREST	83.	80.
PRIVATE EQUITY FUND III - INTEREST	2,589.	2,578.
MONROE VOS #4110 - DIVIDENDS	16,715.	16,715.
MONROE VOS #4110 - INTEREST	65,232.	65,230.
MONROE VOS #4110 - ACCD INTEREST PAID	-4,468.	-4,468.
MONROE VOS #4110 - BOND PREMIUM AMORT	-5,109.	-5,109.
MEZZANINE PARTNERS III - INTEREST	80,475.	80,475.
MONROE VOS #4110 - ACCD MARKET DISCOUNT	2,988.	2,988.
MONTAUK TRIGUARD FUND VII - DIVIDENDS	123.	123.
MONTAUK TRIGUARD FUND VII - INTEREST	44.	44.
TOTAL	<u>371,999.</u>	<u>371,980.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NT PRIVATE EQUITY FUND II INCOME	-59.	-132.
NT PRIVATE EQUITY FUND III INCOME	-2,295.	-5,368.
MONTAUK TRIGUARD FUND VII INCOME	-4,333.	-2,506.
TOTALS	-6,687.	-8,006.

ATTACHMENT 3FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
WARNER, NORCROSS & JUDD	8,815.	4,407.		4,408.
TOTALS	<u>8,815.</u>	<u>4,407.</u>		<u>4,408.</u>

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ERNST & YOUNG LLP	21,535.	10,767.		10,768.
TOTALS	<u>21,535.</u>	<u>10,767.</u>		<u>10,768.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MONROE VOS CONSULTING FEES	33,288.	33,288.
GARCIA HAMILTON CONSULTING FEE	7,091.	7,091.
TOTALS	<u>40,379.</u>	<u>40,379.</u>

ATTACHMENT 6FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PRIVATE EQUITY FUND II INT EXP	6.	6.
PRIVATE EQUITY FUND III INT EXP	196.	194.
MONTAUK TRIGUARD FUND INT EXP	35.	
TOTALS	<u>237.</u>	<u>200.</u>

ATTACHMENT 7FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	7,651.	3,826.	3,825.
FOREIGN TAXES-MONROE VOS 1168	2,078.	2,078.	
FOREIGN TAXES - PE FUND II	9.	10.	
FOREIGN TAXES - PE FUND III	143.		
EXCISE TAXES	8,000.		
FOREIGN TAXES - MONTAUK	6.		
TOTALS	<u>17,887.</u>	<u>5,914.</u>	<u>3,825.</u>

ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MISCELLANEOUS - PE FUND II	3,427.	3,414.	
MISCELLANEOUS - PE FUND III	35,562.	34,807.	
OFFICE SUPPLIES	1,707.	854.	853.
NON DEDUCT EXP - MEZZANINE III	15.		
POSTAGE & SHIPPING	1,327.	663.	664.
BANK SERVICE FEES	48.	48.	
WIRE TRANSFER FEES - MV 1168	125.	125.	
INVEST EXPENSES - MV 4110	2,233.	2,233.	
ANNUAL MEETING EXPENSES	27,015.		27,015.
MISCELLANEOUS EXP - MEZZANINE	12,817.	12,817.	
MISCELLANEOUS EXP - MOTAUK	254.	254.	
NONDEDUCT EXP - NT PE FUND II	1.		
NONDEDUCT EXP - NT PE FUND III	282.		
TOTALS	<u>84,813.</u>	<u>55,215.</u>	<u>28,532.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIDELITY CONTRAFUND	1,970,970.	2,399,658.
GOLDMAN SACHS SM CAP VAL CL A	857,455.	903,521.
DODGE & COX INTERNATL STOCK FD	1,791,224.	1,671,901.
VULCAN VALUE PARTNERS FUND	2,300,655.	2,575,871.
EMERALD GROWTH FUND	944,349.	893,863.
TOTALS	<u>7,864,653.</u>	<u>8,444,814.</u>

FORM 990PF, PART II - CORPORATE BONDSATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PIMCO INCOME FUND INST. FUND	1,752,381.	1,668,422.
AM BEACON GARCIA HAMILTON INST	5,897,408.	5,753,676.
TOTALS	<u>7,649,789.</u>	<u>7,422,098.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 11

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NORTHERN TRUST PE FUND II, LP	69,038.	24,433.
NORTHERN TRUST PE FUND III, LP	737,195.	217,295.
HARBERT MEZZ PARTNERS III, LP	688,787.	672,177.
MONTAUK TRIGUARD FUND VII LP	21,936.	33,076.
TOTALS	<u>1,516,956.</u>	<u>946,981.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT AND OTHER ALLOWANCES
			TO EMPLOYEE BENEFIT PLANS		
KYLE MERRILL CONVERSE 6203 MOORING LANE FREMONT, MI 49412	TRUSTEE	0.	0.	0.	0.
HOLLY S. MERRILL 3750 SUNRISE LANE KEY WEST, FL 33040	TRUSTEE	0.	0.	0.	0.
DANIELLE MERRILL BOX 170 FREMONT, MI 49412	TRUSTEE	0.	0.	0.	0.
FRANK G. MERRILL 201 SWEETWATER SPRINGS DRIVE POOLVILLE, TX 76487	TRUSTEE/MANAGER	46,175.	0.	0.	0.
SUSAN MEYERS 111 LYON STREET NW, SUITE 900 GRAND RAPIDS, MI 49503	SECRETARY	0.	0.	0.	0.
GRAND TOTALS		46,175.	0.	0.	0.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 13

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME
		AMOUNT	CODE	
PRIVATE EQUITY FUND II	525990	73.	14	-132.
PRIVATE EQUITY FUND III	525990	3,073.	14	-5,368.
MONTAUK TRIGUARD FUND VII	525990	-1,827.	14	-2,506.
TOTALS		<u>1,319.</u>		<u>-8,006.</u>

The Dogwood Foundation
65-0489552

Form 990-PF, Part XV - Grants and Contributions Paid During the Year

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
Carlsbad Educational Foundation 5631 Palmer Way Suite L Carlsbad, CA 92010	None	PC	Support for CEF's district-wide elementary music program	10,000
Children's Healing Center 1530 E Fulton Street Grand Rapids, MI 49503	None	PC	Support for programs for immune system compromised children	10,000
Community Foundation of the Florida Keys P O Box 162 Key West, FL 33041-0162	None	PC	Support for VIP in Paradise Program	30,000
Cook Children's Medical Center 801 7th Ave Fort Worth, TX 76104	None	PC	To support the operations of the Child Life Zone of Cook Children's Medical Center	10,000
Dec My Room, Inc 720 N Post Oak Road Houston, TX 77024	None	PC	Support enrichment programs for chronically ill hospitalized children	10,000
Fishtown Preservation Society P O Box 721 Leland, MI 49654	None	PC	Support Preservation of Historic Site	25,000
Florida Keys Society for the Prevention of Cruelty to Animals 5230 College Rd Key West, FL 33040	None	PC	Support programs of new animal shelter in Key West	50,000
Fremont Public Schools 450 E Pine Street Fremont, MI 49412	None	PC	To support the district's music program	10,000
Key West Art and Historical Society DBA: Key West Museum of Art & History at the Custom House 281 Front Street Key West, Florida 33040	None	PC	Support repair construction on the Custom House roof Support for annual fundraising campaign	50,000 10,000
Key West Botanical Garden Society 5210 College Road Key West, Florida 33040	None	PC	Support of a revision of the Living Laboratory, service the Learning Days Program and host Migration Mania	30,000
Key West Literary Seminar 718 Love Lane Key West, FL 33040	None	PC	Support the production of their annual Seminar and Writer's Workshop Program	20,000
Mary Abbott Children's House P O Box 6316	None	PC	Support Building Renovation Project	20,000

The Dogwood Foundation
65-0499552

Form 990-PF, Part XV - Grants and Contributions Paid During the Year

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
Norman, OK 73070				
Muskegon River Watershed Assembly 1009 Campus Drive, Room/Ste JOH200 Big Rapids, MI 49307	None	PC	Support the preservation of the "Keep it Cool" Campaign	10,000
National Cowboy & Western Heritage Museum 1700 NE 63rd Street Oklahoma City, OK 73111	None	PC	Support and sponsorship of the Chuck Wagon Gathering and Children's Cowboy Festival and the 12 Days of Christmas at the Cowboy	75,000
National Cowgirl Museum & Hall of Fame Inc 1720 Gendy Street Fort Worth, TX 76107	None	PC	Support the renovation campaign of the museum	50,000
National Cutting Horse Association Foundation 260 Bailey Avenue Fort Worth, TX 76107	None	PC	Support the efforts of the NCHA Foundation Sponsorship of the 2016 NCHA Hall of Fame banquet Support of Youth Scholarship Program	50,000 10,000 10,000
Oklahoma State University Foundation P O Box 1749 Stillwater, OK 74076	None	PC	Support the effort of the Foundation	23,000
Paradise Ballet Theatre Presenters Inc 328 William Street Key West, FL 33040	None	PC	Support Key West ballet programs	12,000
Peaceful Family Solutions Inc 7405 S Douglas Avenue Oklahoma City, OK 73139	None	PC	To support their Children of Addicts Program	15,000
Reef Relief P O Box 430 Key West, FL 33041	None	PC	For support of Reef Relief's Coral Reef Conservation Program	20,000
Recycling for Newago County 490 Quarlerline Street Newaygo, MI 49337	None	PC	For support maintaining their seven collection sites in Newaygo County	10,000
St John's Northwestern Military Academy, Inc 1101 North Genesee Street Delafield, WI 53018	None	PC	Support the retirement of the debt incurred for barracks renovations	50,000
Terry Wantz Historical Research Center 2450 West One Mile Road White Cloud, MI 49349	None	PC	General support of the Center	92,000
The Studios of Key West, Inc 600 White Street	None	PC	Support for annual operating expenses	25,000

The Dogwood Foundation
65-0499552

Form 990-PF, Part XV - Grants and Contributions Paid During the Year

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
Key West, FL 33040				
Tropic Cinema 416 Eaton Street Key West, FL 33040	None	PC	To support extraordinary maintenance projects and capital upgrades to the cinema	10,000
Waterfront Playhouse Key West Players, Inc P.O. Box 724 Key West, FL 33041	None	PC	To support Youth Outreach Program To support the Preview Night Program	14,000 16,000
West Michigan Miracle League 1878 Suntree Lane Zeeland, MI 49464	None	PC	Support for baseball league for children with disabilities	10,000
Womankind, Inc 1511 Truman Avenue Key West, FL 33040	None	PC	Support the implementation of a comprehensive and effective medical billing system	25,000
Total				<u>812,000</u>

The Dogwood Foundation
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Form 990-PF, Part XV - Grants and Contributions Approved for Future Payment

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
St John's Northwestern Military Academy Inc 1101 N Genesee Street Delafield, WI 53018	None	PC	Support retiring the debt on the barracks renovation	100,000
Womankind 1511 Truman Avenue Key West, FL 33040	None	PC	Support implementation of a comprehensive and effective medical billing system	25,000
National Cowgirl Museum & Hall of Fame 1720 Gendy Street Ft. Worth, TX 76107	None	PC	Support the rennovation campaign	150,000
				<u>275,000</u>