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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation****or Section 4947(a)(1) Trust Treated as Private Foundation**

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

2016**Open to Public
Inspection****For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016**

Name of foundation EMMETT AND MIRIAM MCCOY FOUNDATION		A Employer identification number 74-2686146
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1028		Room/suite
City or town, state or province, country, and ZIP or foreign postal code SAN MARCOS, TX 78667		
G Check all that apply		<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change
H Check type of organization		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 2,441,805	J Accounting method	<input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____
(Part I, column (d) must be on cash basis)		

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)	20,000			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	53	53		
	4 Dividends and interest from securities	57,987	57,987		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	144,542			
	b Gross sales price for all assets on line 6a	888,033			
	7 Capital gain net income (from Part IV, line 2)		144,542		
	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)	71	97		
	12 Total. Add lines 1 through 11	222,653	202,679		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	200	100	100	
	b Accounting fees (attach schedule)	21,406	10,703	10,703	
	c Other professional fees (attach schedule)				
	17 Interest	43	43		
	18 Taxes (attach schedule) (see instructions)	3,816	215		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	23,157	11,579	11,578	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	48,622	22,640	22,381	
	25 Contributions, gifts, grants paid	5,000		5,000	
	26 Total expenses and disbursements. Add lines 24 and 25	53,622	22,640	27,381	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	169,031			
	b Net investment income (if negative, enter -0-)		180,039		
	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
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		53,275	50,224	50,224
	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)		2,321,098	2,494,116	2,368,921
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		3,439	7,827	22,660
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ► _____)		4,555		
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		2,382,367	2,552,167	2,441,805
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ► _____)		2,368	801	801
	23 Total liabilities (add lines 17 through 22)		2,368	801	801
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		3,110,255	3,110,261	
	29 Retained earnings, accumulated income, endowment, or other funds		-730,256	-558,895	
	30 Total net assets or fund balances (see instructions)		2,379,999	2,551,366	
	31 Total liabilities and net assets/fund balances (see instructions)		2,382,367	2,552,167	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,379,999
2 Enter amount from Part I, line 27a	2	169,031
3 Other increases not included in line 2 (itemize) ►	3	2,336
4 Add lines 1, 2, and 3	4	2,551,366
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	2,551,366

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	144,542	
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		9,320	

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

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

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

 Yes No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	101,987	2,309,078	0 044168
2014	2,567,083	3,597,484	0 713577
2013	45,725	4,311,897	0 010604
2012	583,589	3,933,088	0 148379
2011	221,760	4,077,732	0 054383
2 Total of line 1, column (d)			2 0 971111
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 194222
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 2,274,538
5 Multiply line 4 by line 3			5 441,765
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,800
7 Add lines 5 and 6			7 443,565
8 Enter qualifying distributions from Part XIII, line 4			8 27,381

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	3,601
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	3,601
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	3,601
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,800
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	2,800
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	801
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ►	Refunded	11

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
c	Did the foundation file Form 1120-POL for this year?	1c		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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes	

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). **11** **No**

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions). **12** **No**

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? **13** **Yes**
Website address ►N/A

14 The books are in care of ►MIRIAM M MCCOY Telephone no ►(512) 353-5400

Located at ►1350 NORTH IH-35 SAN MARCOS TX

ZIP+4 ►78666

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**

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** **Yes** **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.

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**
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? Yes No
If "Yes," list the years ► 20____, 20____, 20____, 20____

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		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, (f) other allowances
MIRIAM M MCCOY PO BOX 1424 SAN MARCOS, TX 78667	PRESIDENT 000 00	0	0	0
BRENDA M REMME PO BOX 1315 SAN MARCOS, TX 78667	FIRST VP 000 00	0	0	0
MICHAEL E MCCOY 124 PINTO LANE SAN MARCOS, TX 78666	SECOND VP 000 00	0	0	0
BRIAN F MCCOY PO BOX 647 SAN MARCOS, TX 78667	SECRETARY/TR 000 00	0	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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, (f) 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.

1	Expenses
2	
3	
4	

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

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

1 N/A	Amount
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	2,220,021
b	Average of monthly cash balances.	1b	66,495
c	Fair market value of all other assets (see instructions).	1c	22,660
d	Total (add lines 1a, b, and c).	1d	2,309,176
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	2,309,176
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	34,638
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,274,538
6	Minimum investment return. Enter 5% of line 5.	6	113,727

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

1	Minimum investment return from Part X, line 6.	1	113,727
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	3,601
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,601
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	110,126
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	110,126
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	110,126

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	27,381
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	27,381
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	27,381
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				110,126
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. 51,784				
b From 2012. 389,037				
c From 2013.				
d From 2014. 2,401,899				
e From 2015.				
f Total of lines 3a through e.	2,842,720			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 27,381				
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.				27,381
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	82,745			82,745
6 Enter the net total of each column as indicated below:	2,759,975			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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.	2,759,975			
10 Analysis of line 9				
a Excess from 2012. 358,076				
b Excess from 2013.				
c Excess from 2014. 2,401,899				
d Excess from 2015.				
e Excess from 2016.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ►				
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years		
b 85% of line 2a	(a) 2016	(b) 2015	(c) 2014	(d) 2013
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 email address of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year CENTRAL TEXAS MEDICAL CENTER FOUND 1301 WONDER WORLD DRIVE SAN MARCOS, TX 78666	NONE	PUBLIC	GENERAL FUND	5,000
Total			► 3a	5,000
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	53	
4 Dividends and interest from securities.			14	57,987	
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.			16	97	
8 Gain or (loss) from sales of assets other than inventory			18	20,947	123,595
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue aSee Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).		-26		79,084	123,595
13 Total. Add line 12, columns (b), (d), and (e).					202,653

(See worksheet in line 13 instructions to verify calculations)

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

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.)
CHARLES SCHWAB 0733 - ATTACHED	P	2016-03-31	2016-09-29
WILLIAMS PARTNERS	P	2011-11-21	2016-07-15
CHARLES SCHWAB 0733 - ATTACHED	P	2015-06-30	2016-09-29
CHARLES SCHWAB 3846 - ATTACHED	P	2016-09-30	2016-12-21
CHARLES SCHWAB 3846 - ATTACHED	P	2015-09-02	2016-12-21
CHARLES SCHWAB 4211 - ATTACHED	P	2015-09-23	2016-03-08
CHARLES SCHWAB 4211 - ATTACHED	P	2011-11-21	2016-02-20
CHARLES SCHWAB 6872 - ATTACHED	P	2016-01-22	2016-10-10
CHARLES SCHWAB 6872 - ATTACHED	P	2011-11-22	2016-10-10
ALLIANCEBERNSTEIN HLDGS	P	2012-02-07	2016-07-15

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 (h) plus expense of sale	(h) (e) plus (f) minus (g)
20,760		20,737	23
		8	-8
229,353		227,533	1,820
162,293		155,358	6,935
151,115		130,515	20,600
9,120		8,278	842
58,626		41,978	16,648
24,568		23,045	1,523
211,083		136,036	75,047
		1	-1

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			23
			-8
			1,820
			6,935
			20,600
			842
			16,648
			1,523
			75,047
			-1

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.)
ALLIANCEBERNSTEIN HLDGS	P	2012-02-07	2016-07-15
ENERGY TRANSFER PTRS	P	2011-11-21	2016-07-15
KKR & CO	P	2011-11-21	2016-07-15
KKR & CO	P	2011-11-21	2016-07-15
MAGELLAN MIDSTREAM	P	2011-11-21	2016-07-15
PLAINS ALL AMERICAN PIPELINE	P	2011-11-21	2016-07-15

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
40			40
18			18
		2	-2
98			98
4			4
8			8

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			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	40
			18
			-2
			98
			4
			8

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a ALLIANCE RESOURCE PARTNERS	211110	7			
b ALLIANCE BERNSTEIN HLDGS	211110	197			
c BUCKEYE PARTNERS LP	211110	17			
d CEDAR FAIR LP	211110	30			
e CVR PARTNERS LP	211110	-74			
f ENERGY TRANSFER PARTNERS LP	211110	-60			
g KKR & CO	211110	16			
h MAGELLAN MIDSTREAM PARTNERS	211110	1			
i PLAINS ALL AMERICAN PIPELIN	211110	-71			
j SUBURBAN PROPANE PARTNERS L	211110	3			
k WILLIAMS PARTNERS LP	211110	-92			

TY 2016 Accounting Fees Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	21,406	10,703		10,703

TY 2016 Investments Corporate Stock Schedule**Name:** EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED STATEMENT	2,494,116	2,368,921

TY 2016 Investments - Other Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHED STATEMENT		7,827	22,660

TY 2016 Legal Fees Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	200	100		100

TY 2016 Other Assets Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID EXCISE TAXES	4,555		

TY 2016 Other Expenses Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION
EIN: 74-2686146

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	20	10		10
MANAGEMENT FEES	21,782	10,891		10,891
MISCELLANEOUS	1,355	678		677

TY 2016 Other Income Schedule**Name:** EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ALLIANCE RESOURCE PTRS	1	1	
ALLIANCE BERNSTEIN HLDGS	73	73	
KKR & CO	20	20	
ALLIANCE RESOURCE PTRS	1	1	
KKR & CO	2	2	
ALLIANCE RESOURCE PARTNERS	7		
ALLIANCE BERNSTEIN HLDGS	197		
BUCKEYE PARTNERS LP	17		
CEDAR FAIR LP	30		
CVR PARTNERS LP	-74		
ENERGY TRANSFER PARTNERS LP	-60		
KKR & CO	16		
MAGELLAN MIDSTREAM PARTNERS L	1		
PLAINS ALL AMERICAN PIPELINE	-71		
SUBURBAN PROPANE PARTNERS LP	3		
WILLIAMS PARTNERS LP	-92		

TY 2016 Other Increases Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Description	Amount
PRIOR PERIOD ADJUSTMENT TO BASIS OF STOCK	6
PRIOR PERIOD POSTING ADJUSTMENT - 2012 LEGAL FEES	2,330

TY 2016 Other Liabilities Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO MIRIAM MCCOY	2,330	
DUE TO L&A - PD ON BEHALF	38	
ACCRUED EXCISE TAXES		801

TY 2016 Substantial Contributors

Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Name	Address
MIRIAM M MCCOY	PO BOX 1028 SAN MARCOS, TX 78667

TY 2016 Taxes Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	3,601			
FOREIGN TAX PAID	215	215		

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

OMB No 1545-0047

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

2016**Name of the organization**

EMMETT AND MIRIAM MCCOY FOUNDATION

Employer identification number

74-2686146

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

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

Form 990-PF

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization EMMETT AND MIRIAM MCCOY FOUNDATION		Employer identification number 74-2686146	
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	MIRIAM M MCCOY PO BOX 1028	\$ 20,000	Person <input checked="" type="checkbox"/>
	SAN MARCOS, TX 78667		Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			

Name of organization
EMMETT AND MIRIAM MCCOY FOUNDATION

Employer identification number

74-2686146

Part II **Noncash Property**

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

Name of organization EMMETT AND MIRIAM MCCOY FOUNDATION			Employer identification number 74-2686146
Part III <i>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____</i> Use duplicate copies of Part III if additional space is needed			
(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Charles Schwab Account #0733			
Palmer Square INC'M Plus FD I	21,778.8940	210,629.19	211,690.85
Tortoise MLP Fund Inc	9,975.7392	276,832.41	190,337.10
Dreibus Intl Small Cap Growth	12,830.2820	111,703.36	119,706.53
Nationwide Ballard Intl Equities Ins Ser	27,096.8170	223,462.89	198,348.70
Reits Real Estate Income 50 50 Fund	18,907.5190	235,818.95	236,722.14
Vanguard 500 Index Fd Admiral Shrs	2,468.3620	385,018.13	509,889.54
Total		1,443,464.93	1,466,694.86
Charles Schwab Account #3846			
All Lease Corp CL A	229.000	6,953.20	7,861.57
Align Technology Inc	63.000	3,414.76	6,056.19
Allegiant Travel Co	63.000	8,389.21	10,483.20
American Eagle Outfitters	199.000	3,189.01	3,018.83
Assured Guaranty Ltd F	294.000	7,736.85	11,104.38
CIT Group Inc	239.000	8,696.04	10,200.52
Caesarstone Ltd	196.000	7,170.91	5,615.40
Callidus Software	539.000	7,779.28	9,055.20
Cambrex Corp	143.000	6,064.26	7,714.85
Cardinal Health Inc	64.000	4,533.52	4,606.08
Chemed Corporation	68.000	8,925.69	10,907.88
Cheniere Energy Inc	239.000	9,153.48	9,901.77
Cinemark Holdings	232.000	8,572.43	8,899.52
Constellium NV F	1,245.000	9,357.14	7,345.50
Covenant Trans Grp	443.000	8,474.33	8,567.62
Eagle Materials Inc	81.000	6,285.89	7,980.93
Eastman Kodak Co	619.000	8,705.91	9,594.50
Ferro Corp	657.000	8,545.10	9,414.81
Fortinet Inc	221.000	6,623.41	6,656.52
Hartford Finl SVSC Grp	168.000	6,607.14	8,005.20
IAC Interactive Corp	130.000	7,098.71	8,422.70
INPHI Corporation	198.000	8,194.30	8,834.76
LendingClub Corp	623.000	3,262.92	3,270.75
M A-Com Tech Solutions	192.000	5,050.75	8,885.76
Mylan Inc	239.000	11,825.25	9,117.85
Nimble Storage Inc	768.000	10,725.39	6,082.56
Olin Corp	125.000	3,241.00	3,201.25
Orion Eng Carbons SA F	383.000	4,999.60	7,219.55
Radian Group Inc	410.000	6,794.09	7,371.80
Rice Energy Inc	155.000	3,363.06	3,309.25
Ryder System Inc	84.000	5,667.82	6,252.96
Sabre Corporation	376.000	10,412.34	9,381.20
Signet Jewelers Ltd F	103.000	9,801.31	9,708.78
Sonic Corp	358.000	9,773.78	9,490.58
Treehouse Foods Inc	120.000	10,975.30	8,662.80
Tri Pointe Group Inc	718.000	9,357.25	8,242.64
Universal Hlth Sves	52.000	6,361.76	5,531.76
Williams Sonoma	117.000	6,407.89	5,661.63
Yadkin Financial Co	314.000	8,322.85	10,757.64
Colonv Capital REIT	318.000	6,269.26	6,439.50
Stag Industrial Inc REIT	250.000	5,980.75	5,967.50
Total		299,062.94	314,803.69
Charles Schwab Account #4211			
Aegon NV Ord Reg Amer F	718.000	4,081.47	3,970.54
Agrium Inc	27.000	2,467.08	2,714.85
Aircastle Ltd	122.000	2,344.86	2,543.70
Allele Inc	29.000	1,115.23	1,861.51
Alliant Energy Corp	58.000	1,187.15	2,197.62
Ameren Corporation	23.000	732.55	1,206.58
Apollo Investment Corp	71.000	504.43	416.06
Arthur J Gallagher & Co	34.000	1,016.58	1,766.64
Atmos Energy Corp	42.000	1,419.42	3,114.30
Avista Corporation	48.000	1,159.14	1,919.52
BGC Partners Class A	311.000	2,288.64	3,181.53

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Bank of Hawaii Corp	22 000	893.74	1,951.18
CMS Energy Corp	68 000	1,387.62	2,830.16
CA Inc	92 000	2,668.21	2,922.84
Centerpoint Energy Inc	88 000	1,667.23	2,168.32
Cinemark Holdings Inc	78 000	1,504.96	2,992.08
Coach Inc	58 000	1,981.85	2,031.16
Computer Programs & Svcs	75 000	3,275.23	1,770.00
Conagra Brands Inc	56 000	1,045.15	2,214.80
Consolidated Edison Inc	24 000	1,376.16	1,768.32
Corecivic Inc	92 000	3,146.62	2,250.32
Cracker Barrel Old Ctry	18 000	1,794.82	3,005.64
Cullen Frost Bankers	49 000	2,483.94	4,323.27
Daktronics Inc	207 000	2,308.68	2,214.90
Darden Restaurants Inc	28 000	1,083.96	2,036.16
Dineequity Inc	24 000	1,876.82	1,848.00
Domtar Corporation New F	50 000	2,010.61	1,951.50
DTE Energy Company	24 000	1,213.20	2,364.24
Eaton Corp PLC	32 000	1,660.98	2,146.88
Entergy Corp New	15 000	1,021.28	1,102.05
Eversource Energy	45 000	1,518.86	2,485.35
Federated Inv's PA CL B	100 000	2,209.71	2,828.00
Firstenergy Corp	19 000	828.88	588.43
Flushing Financial Corp	96 000	1,265.05	2,821.44
Gamestop Corp Cl A New	56 000	1,933.05	1,414.56
GAP Inc	124 000	2,415.82	2,782.56
Garmin Ltd New	32 000	1,112.57	1,551.68
GATX Corp	58 000	2,512.13	3,571.64
Genuine Parts Co	22 000	1,217.58	2,101.88
Gladstone Capital Corp	64 000	483.82	600.96
Hancock Holding Co	100 000	2,667.75	4,310.00
Hasbro Inc	37 000	1,306.34	2,878.23
Hawaiian Electric Industries	51 000	1,279.72	1,686.57
Hillenbrand Inc	56 000	1,165.76	2,147.60
HollyFrontier Corp	66 000	2,069.43	2,162.16
Huntington Bancsh	400 000	3,790.59	5,288.00
Intertel Inc	159 000	2,345.89	3,644.28
International Paper Company	46 000	1,232.70	2,440.76
Intervis Corp CL A	89 000	935.73	1,984.70
Kemper Corporation	22 000	573.64	974.60
Khols Corp	47 000	2,121.60	2,320.86
Lamb Weston Holdings	18 000	297.14	681.30
Leggett & Platt Inc	64 000	1,346.61	3,128.32
Leidos Holdings Inc	60 000	2,466.52	3,068.40
LPL Financial Hldgs	133 000	2,732.85	4,682.93
MDC Holding Inc	107 000	2,406.46	2,745.62
Macquarie Infrastructure LLC	30 000	1,317.23	2,451.00
Macys Inc	58 000	2,249.28	2,076.98
Maiden Holdings Ltd	151 000	2,112.98	2,634.95
Mattel Incorporated	59 000	1,628.69	1,625.45
Mercury General Corp	52 000	2,708.46	3,130.92
Meredith Corp	41 000	1,125.91	2,425.15
Meridian Bioscience	181 000	3,490.33	3,203.70
Microchip Technology Inc	36 000	1,223.76	2,309.40
National Presto Inds Inc	12 000	1,101.60	1,276.80
National Bank of Canada	127 000	4,093.89	5,158.54
New York Cmnty Bancorp	178 000	2,548.49	2,831.98
Northwest Bancshares Inc	107 000	1,281.16	1,929.21
Nucor Corp	30 000	1,116.84	1,785.60
Old Natl Bancorp Ind	188 000	2,130.65	3,412.20
Old Republic Intl Corp	171 000	2,374.09	3,249.00
Olin Corp	58 000	1,083.28	1,485.38
Otter Tail Corporation	38 000	772.61	1,550.40
Park National Corp	46 000	3,495.24	5,504.36
Paychex Inc	38 000	1,060.42	2,313.44
Pembina Pipeline Corp F	48 000	1,017.39	1,503.36
Peoples United Finl Inc	178 000	2,829.74	3,446.08
Petmed Express Inc	107 000	1,467.84	2,468.49

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Pinnacle West Capital	29 000	1.328 38	2.262 87
Pitney Bowes Inc	133 000	2.403 90	2.020 27
Principal Financial	72 000	2.827 24	4.165 92
Provident Financial Svcs	214 000	3.539 69	6.056 20
Regal Entertainment Grp	87 000	1.216 06	1.792 20
Rent-A-Center Inc	76 000	1.933 03	855 00
Scana Corporation	29 000	1.209 77	2.125 12
Schweitzer-Mauduit	54 000	2.228 37	2.458 62
Seagate Technology	49 000	781 27	1.870 33
Shaw Commun Inc Cl B F	55 000	1.128 54	1.103 30
Sinclair Broadcast Grp A	123 000	1.129 56	4.102 05
Sonoco Products	34 000	1.042 76	1.791 80
Spark New Zealand ADR F	56 000	420 32	655 76
Spire Inc	30 000	1.198 39	1.936 50
Staples Inc	167 000	1.958 71	1.511 35
Steelcase Inc CL A	209 000	2.435 88	3.741 10
Stmicroelectronics	134 000	850 04	1.520 90
Superior Industries	66 000	1.008 21	1.739 10
Teekay Corp	50 000	1.387 77	401 50
Tegna Inc	85 000	1.062 10	1.818 15
Telus Corp New F	60 000	1.448 64	1.911 00
Tupperware Brands Corp	29 000	2.050 84	1.525 98
Universal Corp VA	48 000	2.425 26	3.060 00
Vectren Corp	43 000	1.186 66	2.242 45
WE C Energy Group I	28 000	1.240 89	1.642 20
Western Digital Corp	53 000	2.462 83	3.601 35
Western Union Company	103 000	1.324 01	2.237 16
WGL Holdings Inc	29 000	1.198 46	2.212 12
Excel Energy Inc	62 000	1.586 68	2.523 40
Annaly Capital Mgmt REIT	277 000	3.414 85	2.761 69
Camden Property Trust REIT	28 000	1.888 06	2.353 96
Extra Space Storage REIT	37 000	2.579 39	2.857 88
Geo Group Inc REIT	96 00	2.970 03	3.449 28
Hospitality PPTY'S Trust	110 000	2.564 62	3.491 40
Host Hotels & Resort REIT	169 000	2.750 70	3.183 96
Iron Mountain Inc New	66 000	2.654 89	2.143 68
Lamar Advertising New	37 00	1.840 73	2.487 88
Liberty Property Trust REIT	65 000	2.346 18	2.567 50
Potlatch Corporation New	63 00	2.237 31	2.623 95
Realty Income Corp REIT	43 000	1.416 29	2.471 64
Ryman Hospitality PPTY'S	41 000	1.473 77	2.583 41
The Macherach Companit REIT	38 000	2.640 25	2.691 92
Ventas Inc REIT	49 000	2.416 11	3.063 48
WP Carev Inc	47 000	2.116 04	2.777 23
Wengarten Rlty Invs SBI REIT	74 00	2.184 60	2.648 46
Welltower Inc	23 000	1.278 30	1.539 39
Weverhaeuser Co REIT	48 000	768 42	1.444 32
Total		224,738.49	303,472.62
 Louisiana Pacific Corp	15,000 000	526,849.20	283,950.00
 Summary			
Total Charles Schwab Account #0733		1,443,464 93	1,466,694 86
Total Charles Schwab Account #3846		299,062 94	314,803 69
Total Charles Schwab Account #4211		224,738 49	303,472 62
Total Louisiana Pacific Corp		526,849 20	283,950 00
 TOTAL for 12.31.16		2,494,115.56	2,368,921.17

FORM 990-PF, PAGE 2, PART II LINE 13 -
INVESTMENTS - OTHER

NAME OF INVESTMENT	SHARES	BASIS	COST	MARKET
<u>Charles Schwab Account #4211</u>				
Alliance Res Partners LP	47 00	720 00	1,055 15	
AllianceBernstein Hldg	131 00	2,151 34	3,071 95	
Buckeye Partners UTS LP	24 00	409 00	1,587 84	
Cedar Fair LP	49 00	(507 48)	3,145 80	
Energy Transfer Partners	24 00	(107 52)	859 44	
KKR & Co LP	204 00	3,265 37	3,139 56	
Lazard Ltd LP	76 00	2,548 74	3,122 84	
Magellan Midstream Partners	48 00	566 20	3,630 24	
Plains All American Pipeline LP	37 00	72 74	1,194 73	
Suburban Propane Prt LP	30 00	(549 53)	901 80	
Williams Partners LP NEW	25 00	(741 84)	950 75	
	<hr/> 7,827 02	<hr/> 22,660 10		