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: Melling Family Foundation

A Employer identification number: 87-0663843

Number and street (or P.O box number if mail is not delivered to street address): 3081 Whitewater Drive | Room/suite:

B Telephone number (see instructions): 801-277-9118

City or town, state or province, country, and ZIP or foreign postal code: Holladay, UT 84121-1562

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 814,759

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc., received (attach schedule)	50,000			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments	3	3		
4	Dividends and interest from securities	25,301	25,301		
5a	Gross rents	0	0		
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	(31,148)			
b	Gross sales price for all assets on line 6a 922,571				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	110	110		
12	**Total.** Add lines 1 through 11	44,256	25,414		
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)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	6,589	6,589		
17	Interest				
18	Taxes (attach schedule) (see instructions)	1,309	1,309		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	7,898	7,898		
25	Contributions, gifts, grants paid	41,500			
26	**Total expenses and disbursements.** Add lines 24 and 25	49,398	7,898		
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	(5,142)			
b	**Net investment income** (if negative, enter -0-)		17,516		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	20,950	44,505	44,505
	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)	98,231	0	0
	b	Investments—corporate stock (attach schedule)	577,488	578,820	610,023
	c	Investments—corporate bonds (attach schedule)	90,897	163,196	160,230
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	787,566	786,521	814,759
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	787,566	786,521	
	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)	787,566	786,521	
	31	**Total liabilities and net assets/fund balances** (see instructions)	787,566	786,521	

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	787,566
2	Enter amount from Part I, line 27a	2	(5,142)
3	Other increases not included in line 2 (itemize) ▶ see attachment	3	4,327
4	Add lines 1, 2, and 3	4	786,751
5	Decreases not included in line 2 (itemize) ▶ see attachment	5	230
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	786,521

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 attachment			
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	(31,148)
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	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015			
2014			
2013			
2012			
2011			

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

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary—see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	350	
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	0	
3	Add lines 1 and 2	3	350	
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	350	
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a			
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	0	
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	350	
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

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

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ none

14 The books are in care of ▶ Nancy N. Melling Telephone no. ▶ 801-277-9118

Located at ▶ 3081 Whitewater Dr., Holladay, UT ZIP+4 ▶ 84121-1562

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	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		✓
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		✓

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

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: ✓

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(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
George D. Melling Holladay, UT	Trustee 16 hrs/yr	0	0	0
Nancy N. Melling Holladay, UT	Trustee 1½ hrs/we	0	0	0
Thomas g. Melling Bellevue, WA	Trustee 8 hrs/yr	0	0	0
Amy M Christiansen Lakewood, CO	Trustee 8 hrs/yr	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	(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 ▶

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 NONE	
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 NONE	
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	747,902
b	Average of monthly cash balances	1b	32,907
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	780,809
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	780,809
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	11,712
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	769,097
6	**Minimum investment return.** Enter 5% of line 5	6	38,455

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	38,455
2a	Tax on investment income for 2016 from Part VI, line 5	2a	350		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	350
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	38,105
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	38,105
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	38,105

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	
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	
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	

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				
2	Undistributed income, if any, as of the end of 2016:				
a	Enter amount for 2015 only				
b	Total for prior years: 20___,20___,20___				
3	Excess distributions carryover, if any, to 2016:				
a	From 2011				
b	From 2012				
c	From 2013				
d	From 2014				
e	From 2015				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2016 from Part XII, line 4: ▶ $				
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				
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).)*				
6	**Enter the net total of each column as indicated below:**				
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				
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				
10	Analysis of line 9:				
a	Excess from 2012				
b	Excess from 2013				
c	Excess from 2014				
d	Excess from 2015				
e	Excess from 2016				

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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).)

George D. Melling

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

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

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

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

Nancy N. Melling, 3081 Whitewater Dr., Holladay, UT 84121-1562 801-277-9118

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

Preliminary letter stating purpose of the organization and the grant being sought. Further information may be requested.

c Any submission deadlines:

June 1: the Board of Trustees meets only once a year

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

No religious organizations or affliations. We support: environment, wildlife, women's health, education, economic issues.

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				
Total . . . . ▶ **3a**				
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					

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

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

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

[signature] 4/24/17 Trustee

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - 2016
(PART XV, LINE 3a)

Name & Address (home or business)	Purpose of grant or contribution	Amount
African Wildlife Federation 1400 Sixteenth Street, NW Suite 120 Washington, DC 20036-2249	Support the mission of ensuring the wildlife and wildlands of Africa will endure forever through increased scientific understanding of Africa's extraordinary ecosystems and the use of community conservation and conservation enterprise to demonstrate that wildlife can be conserved while prople's well being is also improved.	$4,000
Environmental Defense Fund Suite 600 1875 Connecticut Ave. NW Washington, DC 20009-5739	Support the work of supporting national environmental initiatives and programs benefiting air quality, water and habitat restoration.	$5,000
Global Fund for Women 800 Market Street, 7th Floor San Francisco, CA 94102-3034	Support granting small grants to women's groups worldwide that are working to transform their communities and to support women's groups in maintaining momentum to protect their past successes while continuing their fight for future progress.	$3,000
HawkWatch International 2240 S. 900 East Salt Lake City, UT 84106-2327	Support the vision of contributing to a greater public awareness of humanity's place in nature and of its responsibility to the rest of life by focusing on raptors as indicators of ecosystem health, by scientifically monitoring long-term trends in their populations and by working to promote conservation actions based on sound science.	$1,500
MADRE 121 West 27th Street, #301 New York, NY 10001-6207	Support the mission to advance women's human rights , working in partnership with community-based women organizations in the area of economic and environmental justice.	$3,000
Natural Resources Defense Council 40 West 20th Street New York, NY 10011	Support the mission of programs to safeguard the earth: its people, its plants and animals and the natural systems on which all life depends.	$5,000

Wildlife Conservation Network 209 Mississippi Street San Francisco, CA 94107-2528	Support work to save elephants through Save the Elephants (STE) which serves as a long-term protector of elephants and as their voice and advocate on an international stage. STE has partnered with WCN to launch the Elephant Crisis Fund which identifies and supports the most critical initiatives that can save elephants.	$5,000
Planned Parenthood Federation of America 434 W. 33rd Street New York, NY 10001-2601	Support the programs and work of PPFA, providing reproductive healthcare and services.	$6,000
Prairie Biotic Research, Inc. P.O.Box 5424 Madison, WI 53705-0424	Support of the annual Small Grants Program, which provides grants up to $1,000 to self-motivated individuals for the study of any species in native or restored U.S. prairies and savannas.	$1,000
The Road Home 210 Rio Grande Street Salt Lake City, UT 84101-1104	Support the mission of The Road Home of helping people step out of homelessness and back into the community.	$2,000
Save Our Canyons P.O. Box 112017 Salt Lake City, UT 84147-2017	Support the effort to preserve all of the untouched natural areas of the Central Wasatch for the sake of wildlife, watershed, and for the health and well-being of the residents in the valley below.	$2,000
Utah Open Lands 1488 S. Main St Salt Lake City, UT 84115-5338	Support the mission to preserve and protect open space in order to maintain Utah's natural heritage and quality of life for present and future generations through assisting private landowners, government agencies and communities in the voluntary preservation of the agricultural, scenic, recreational, historic and wildlife values of open land.	$1,000
Wilflife Rehabilitaion Center of Northern Utah 3127 North Pelican Drive Far West, UT 84404-9355	Support the mission: "through wildlife rehabilitation and education we will empower the community to engage in education and responsible stewardship of wildlife and habitat."	$500

Wild Utah Project 824 S. 400 West, Suite B117 Salt Lake City, UT 84101	Support the four core conservation and science programs: wildlife science, citizen science, wildlife advocacy, and conservation community support. These programs will have far-reaching effects, working with and supporting a broad group of public and private land managers and conservation organizations throughout Utah.	$2,500
	Total	$41,500

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	**Employer identification number**
Melling Family Foundation	87-0663843

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 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 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 33⅓ % 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	Employer identification number
Melling Family Foundation	87-0663843

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	George D. Melling 3081 Whitewater Drive Salt Lake City, UT 84121-1562	$ 50,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	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
	NONE	$	

(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
		$	

Other Income (Part I, line 11)

Capital Gain Distribution		
Wells Fargo		$ 110
Unrecaptured Sec 1250 gains		$ 0
	Total	**$ 110**

Other Professional Fees (Part I, line 16c)

Wells Fargo		$6,589
	Total	**$6,589**

Taxes (Part I, line 18)

US Treasury		$ 831
Foreign Taxes - Wells Fargo		$ 478
	Total	**$1,309**

Other Increases (Part III, line 3)

Non-dividend distributions		$4,327
	Total	**$4,327**

Decreases not included in line 2 (Part III, line 5)

Adjustment for mathematical integrity		$230
	Total	**$230**

Form 990PF 2016 Part II (line 10a,b,c) 87-0663843

WELLS FARGO ADVISORS

MELLING FAMILY FOUNDATION

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 8924-3199

Additional information

	THIS PERIOD	THIS YEAR		THIS PERIOD	THIS YEAR
Gross proceeds	0.00	552,614.48	Foreign withholding	-18.41	-73.64

Portfolio detail

Cash and Sweep Balances

Sweep Balances - You have the right, in the course of normal business operations, to withdraw balances in the Bank Deposit Sweep or redeem shares of the money market mutual fund used in the sweep, subject to any open commitments in any of your accounts and have the proceeds returned to your accounts or remitted to you. Note, however, that as required by federal banking regulations, the banks in the Bank Deposit Sweep reserve the right to require seven days prior notice before permitting a transfer out of the Bank Deposit Sweep. In addition, the money market mutual funds in the sweep reserve the right to require one or more day's prior notice before permitting withdrawals.

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N.A. and (if amounts exceed $250,000) at one or more other Wells Fargo affiliated banks. These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to $250,000 per depositor, per institution, in accordance with FDIC rules. For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor.

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0.05	0.00	429.64	0.00
BANK DEPOSIT SWEEP	5.41	0.01	44,075.71	4.40
Interest Period 12/01/16 - 12/31/16				
Total Cash and Sweep Balances	**5.46**		**$44,505.35**	**$4.40**

* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year.

Stocks, options & ETFs

Stocks and ETFs

This section may include foreign equity securities that may be denominated in currencies other than US dollars. The amounts, annual income and annual yield on your statement for such securities will be estimated based on prevailing exchange rates and the amount does not necessarily reflect the rate you will receive if converted to US dollars. The "Quantity" field reflects total shares held, regardless of the currency in which your shares are denominated. Please contact Your Financial Advisor if you have additional questions regarding your foreign security holdings.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
ALERIAN MLP ET AMLP Acquired 02/01/16 S	5.20	3,364	9.94	33,464.74	12.6000	42,386.40	8,921.66	3,427.91	8.08

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
CHEVRON CORPORATION CVX Acquired 02/01/16 S	1.44	100	84.56	8,456.96	117.7000	11,770.00	3,313.04	432.00	3.67
CONOCOPHILLIPS COP Acquired 02/19/14 L	1.37	222	65.50	14,542.37	50.1400	11,131.08	-3,411.29	222.00	1.99
DOW CHEMICAL COMPANY DOW Acquired 02/19/14 L	1.05	150	46.70	7,005.19	57.2200	8,583.00	1,577.81	276.00	3.21
EMERSON ELECTRIC CO EMR Acquired 02/01/16 S	1.59	232	45.44	10,544.35	55.7500	12,934.00	2,389.65	445.44	3.44
FIRST TR FUND IV ET SENIOR LOAN FUND FTSL Acquired 02/01/16 S	4.03	676	46.78	31,628.55	48.5500	32,819.80	1,191.25	1,213.42	3.69
FIRST TRUST SMALL ET CAP CORE ALPHADEX FUND FYX Acquired 02/19/14 L	5.43	822	47.15	38,757.30	53.8400	44,256.48	5,499.18	414.28	0.93
FORD MOTOR COMPANY F Acquired 02/01/16 S	1.84	1,233	11.98	14,779.97	12.1300	14,956.29	176.32	739.80	4.94
GENERAL MILLS INC GIS Acquired 04/14/15 L	1.13	149	56.66	8,442.53	61.7700	9,203.73	761.20	286.08	3.10
GLAXOSMITHKLINE PLC-ADR GSK Acquired 02/01/16 S	1.89	400	41.26	16,505.42	38.5100	15,404.00	-1,101.42	826.80	5.36
ISHARES ET NORTH AMERICAN NATURAL RESOURCES IGE Acquired 02/19/14 L	2.38	540	43.47	23,473.80	35.9500	19,413.00	-4,060.80	322.38	1.66

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
ISHARES ET EDGE MSCI MIN VOL EAFE EFAV Acquired 07/20/16 S	3.57	475	67.16	31,904.61	61.2200	29,079.50	-2,825.11	1,146.65	3.94
ISHARES ET U.S. REAL ESTATE IYR Acquired 02/01/16 S	1.84	195	72.23	14,086.75	76.9400	15,003.30	916.55	661.44	4.40
ISHARES ET U.S. PREFERRED STOCK PFF Acquired 02/01/16 S	5.78	1,266	38.32	48,524.26	37.2100	47,107.86	-1,416.40	2,757.34	5.85
ISHARES ET INTL SELECT DIVIDEND IDV Acquired Net Tax Lots S	4.13	1,138	36.68	41,752.51	29.5600	33,639.28	-8,113.23	1,578.40	4.69
ISHARES EDGE MSCI ET MIN VOL USA ETF USMV Acquired 07/20/16 S	3.77	679	47.02	31,932.69	45.2200	30,704.38	-1,228.31	681.03	2.21
ISHARES EDGE MSCI ET MIN VOL EMERGING MARKETS ETF EEMV Acquired Net Tax Lots S	8.40	1,399	49.94	69,878.34	48.9100	68,425.09	-1,453.25	1,912.43	2.79
ISHARES GOLD TRUST IAU Acquired 02/01/16 S	1.76	1,293	10.88	14,067.84	11.0800	14,326.44	258.60	N/A	N/A
ISHARES MSCI EAFE INDEX EFA Acquired Net Tax Lots S	2.03	287	66.19	18,997.52	57.7300	16,568.51	-2,429.01	508.27	3.06
LOCKHEED MARTIN CORP LMT Acquired 01/29/13 L	2.02	66	89.99	5,939.83	249.9400	16,496.04	10,556.21	480.48	2.91
MICROCHIP TECHNOLOGY INC MCHP Acquired 05/17/16 S	2.34	297	47.97	14,249.08	64.1500	19,052.55	4,803.47	428.27	2.24

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
MICROSOFT CORP MSFT Acquired 02/01/16 S	3.23	423	54.82	23,191.52	62.1400	26,285.22	3,093.70	659.88	2.51
PFIZER INCORPORATED PFE Acquired 01/21/15 L	1.97	493	33.04	16,291.57	32.4800	16,012.64	-278.93	631.04	3.94
PROCTER & GAMBLE CO PG Acquired 02/19/14 L	1.21	117	78.29	9,160.04	84.0800	9,837.36	677.32	313.32	3.18
SPDR BLOOMBERG ET BARCLAYS CONVERTIBLE SECURITIES ETF CWB Acquired 02/19/14 L	4.43	791	48.84	38,640.27	45.6500	36,109.15	-2,531.12	1,661.89	4.60
SSGA ACTIVE TRUST ET MULTI-ASSET REAL RETURN RLY Acquired 02/19/14 L	1.97	656	29.39	19,279.84	24.4095	16,012.63	-3,267.21	331.93	2.07
STAG INDUSTRIAL INC STAG Acquired Net Tax Lots S	3.11	1,060	21.52 21.80	22,820.80 23,112.72	23.8700	25,302.20	2,481.40	1,484.00	5.86
THOMSON REUTERS CORP TRI Acquired 02/19/14 L	1.94	361	34.54	12,471.39	43.7800	15,804.58	3,333.19	490.96	3.10
TPG SPECIALTY LENDING INC TSLX Acquired Net Tax Lots S	2.41	1,053	17.28	18,198.81	18.6800	19,670.04	1,471.23	1,642.68	8.35
VANGUARD SMALL CAP ET VB Acquired 02/01/16 S	5.21	329	101.96	33,547.93	128.9600	42,427.84	8,879.91	634.97	1.49

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
VERIZON COMMUNICATIONS COM VZ Acquired 02/01/16 S	0.66	100	50.76	5,076.41	53.3800	5,338.00	261.59	231.00	4.32
Total Stocks and ETFs	**89.11**			**$697,613.19** **$697,905.11**		**$726,060.39**	**$28,447.20**	**$26,842.09**	**3.70**
Total Stocks, options & ETFs	**89.11**			**$697,613.19**		**$726,060.39**	**$28,447.20**	**$26,842.09**	**3.70**

Mutual Funds

Open End Mutual Funds

Open End Mutual Fund shares are priced at net asset value. Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
BLACKROCK TOTAL RETURN FUND INSTL CLASS MAHQX On Reinvestment Acquired Net Tax Lots S	0.44	312.69700	11.95	3,739.48	11.5800	3,621.03	-118.45	102.87	2.84
JP MORGAN TR I STRATEGIC INCOME OPPTY SEL CL JSOSX On Reinvestment Acquired Net Tax Lots S	1.30	912.18300	11.69	10,663.51	11.5900	10,572.20	-91.31	454.26	4.29
JP MORGAN US GOVERNMENT MONEY MARKET FUND INSTL CLASS IJGXX Acquired 09/14/16 S	3.68	30,000	1.00	30,000.00	1.0000	30,000.00	0.00	N/A	N/A
Total Open End Mutual Funds	**5.42**			**$44,402.99**		**$44,193.23**	**-$209.76**	**$557.13**	**1.26**
Total Mutual Funds	**5.42**			**$44,402.99**		**$44,193.23**	**-$209.76**	**$557.13**	**1.26**

Form 990PF 2016
Part IV

87-0663843

2016 Year-End Account Summary

As of Date: 02/21/17

Account Number: 8924-3199

MELLING FAMILY FOUNDATION
3081 WHITEWATER DRIVE

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Proceeds from Broker and Barter Exchange Transactions

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
BP PLC SPONS ADR CUSIP: 055622104	729.00000	10/09/2015	02/01/2016	22,912.63	26,214.55	0.00	0.00	-3,301.92	**Box 6:** Gross Proceeds
BRANDES INVT TR * EMERGING MKTS VALUE FD CUSIP: 105262752	2.37700	04/01/2015	02/01/2016	14.38	18.11	0.00	0.00	-3.73	**Box 6:** Gross Proceeds
	13.12600	07/01/2015	02/01/2016	79.41	100.94	0.00	0.00	-21.53	**Box 6:** Gross Proceeds
	23.14000	10/01/2015	02/01/2016	140.01	143.70	0.00	0.00	-3.69	**Box 6:** Gross Proceeds
	4.41700	01/04/2016	02/01/2016	26.73	28.09	0.00	0.00	-1.36	**Box 6:** Gross Proceeds
Subtotals	**43.06000**			**$260.53**	**$290.84**	**$0.00**	**$0.00**	**($30.31)**	
FIRST TRUST MID CAP ETF CORE ALPHADEX FUND CUSIP: 33735B108	741.00000	02/01/2016	07/20/2016	38,865.42	33,352.41	0.00	0.00	5,513.01	**Box 6:** Gross Proceeds
FIRST TR FUND IV ETF SENIOR LOAN FUND CUSIP: 33738D309	15.00000	02/01/2016	07/20/2016	726.45	701.82	0 00	0.00	24.63	**Box 6:** Gross Proceeds
GENERAL MILLS INC CUSIP: 370334104	323.00000	04/14/2015	02/01/2016	18,282.13	18,301.60	0.00	0.00	-19.47	**Box 6:** Gross Proceeds
VANGUARD FTSE ETF DEVELOPED MARKETS ETF CUSIP. 921943858	459.00000	02/01/2016	07/20/2016	16,622.14	15,853.86	0 00	0.00	768.28	**Box 6:** Gross Proceeds
VANGUARD INTL EQUITY ETF INDEX FDS FTSE EMERGING CUSIP. 922042858	1041.00000	02/01/2016	07/20/2016	38,261.33	31,656.81	0.00	0.00	6,604.52	**Box 6:** Gross Proceeds

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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
SEAGATE TECHNOLOGY PLC CUSIP. G7945M107	741.00000	02/01/2016	05/17/2016	14,823 46	22,543 37	0.00	0.00	-7,719.91	**Box 6:** Gross Proceeds
Totals				**$150,754.09**	**$148,915.26**	**$0.00**	**$0.00**	**$1,838.83**	

2016 Year-End Account Summary

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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Accrued Market Discount	Wash Sale Loss Disallowed	Gain/Loss Amount	Additional Information
GOLDMAN SACHS TR FINL *	7026.00000	02/01/2016	09/12/2016	7,026.00	7,026.00	0.00	0.00	0.00	**Box 6:** Gross Proceeds
SQUARE MONEY MKT FD	2.21000	03/01/2016	09/12/2016	2.21	2.21	0.00	0.00	0.00	**Box 6:** Gross Proceeds
CUSIP. 38141W232	2.54000	04/01/2016	09/12/2016	2.54	2.54	0.00	0.00	0.00	**Box 6:** Gross Proceeds
	2.51000	05/02/2016	09/12/2016	2.51	2.51	0.00	0.00	0.00	**Box 6:** Gross Proceeds
	2.54000	06/01/2016	09/12/2016	2.54	2.54	0.00	0.00	0.00	**Box 6:** Gross Proceeds
	2.48000	07/01/2016	09/12/2016	2.48	2.48	0.00	0.00	0.00	**Box 6:** Gross Proceeds
	2.35000	08/01/2016	09/12/2016	2.35	2.35	0.00	0.00	0.00	**Box 6:** Gross Proceeds
	1.92000	09/01/2016	09/12/2016	1.92	1.92	0.00	0.00	0.00	**Box 6:** Gross Proceeds
Subtotals	**7042.55000**			**$7,042.55**	**$7,042.55**	**$0.00**	**$0.00**	**$0.00**	
Totals				**$7,042.55**	**$7,042.55**	**$0.00**	**$0.00**	**$0.00**	

2016 Year-End Account Summary

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
AT & T INC CUSIP: 00206R102	505.00000	02/19/2014	02/01/2016	18,324 34	16,551.97	0.00	0.00	1,772.37	**Box 6:** Gross Proceeds
BRANDES INVT TR * EMERGING MKTS VALUE FD CUSIP: 105262752	2835.30800	02/19/2014	02/01/2016	17,153.61	24,894.00	0.00	0.00	-7,740.39	**Box 6:** Gross Proceeds
	9.12700	07/01/2014	02/01/2016	55.21	93.00	0.00	0.00	-37.79	**Box 6:** Gross Proceeds
	10.22700	10/01/2014	02/01/2016	61.87	97.97	0.00	0 00	-36.10	**Box 6:** Gross Proceeds
	34.19300	12/08/2014	02/01/2016	206.87	298.85	0.00	0.00	-91.98	**Box 6:** Gross Proceeds
	41.03000	12/08/2014	02/01/2016	248 23	358.60	0.00	0.00	-110.37	**Box 6:** Gross Proceeds
	20.55200	01/02/2015	02/01/2016	124.34	166.47	0.00	0.00	-42.13	**Box 6:** Gross Proceeds
Subtotals	**2950.43700**			**$17,850.13**	**$25,908.89**	**$0.00**	**$0.00**	**($8,058.76)**	
CATERPILLAR INC CUSIP. 149123101	171 00000	02/19/2014	02/01/2016	10,639.78	16,549.35	0.00	0.00	-5,909.57	**Box 6:** Gross Proceeds
CONOCOPHILLIPS CUSIP. 20825C104	31.00000	02/19/2014	02/01/2016	1,173.78	2,030.70	0.00	0 00	-856.92	**Box 6:** Gross Proceeds
DOW CHEMICAL COMPANY CUSIP· 260543103	203.00000	02/19/2014	02/01/2016	8,575 68	9,480.38	0.00	0 00	-904.70	**Box 6:** Gross Proceeds
FIRST TRUST SMALL ETF CAP CORE ALPHADEX FUND CUSIP: 33734Y109	54.00000	02/19/2014	02/01/2016	2,199.41	2,546.10	0.00	0.00	-346.69	**Box 6:** Gross Proceeds
INTEL CORP CUSIP: 458140100	674.00000	02/19/2014	02/01/2016	20,772.30	16,532 95	0.00	0.00	4,239.35	**Box 6:** Gross Proceeds
ISHARES TIP BOND ETF CUSIP: 464287176	210.00000	01/21/2015	02/01/2016	23,350.04	23,897 22	0.00	0.00	-547 18	**Box 6:** Gross Proceeds

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3081 WHITEWATER DRIVE

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
ISHARES ETF NORTH AMERICAN NATURAL CUSIP. 464287374	32.00000	02/19/2014	02/01/2016	834.70	1,391.04	0.00	0.00	-556.34	**Box 6:** Gross Proceeds
ISHARES ETF INTL SELECT DIVIDEND CUSIP· 464288448	1049.00000	02/21/2012	02/01/2016	28,519.59	33,867.12	0 00	0.00	-5,347.53	**Box 6:** Gross Proceeds
	26.00000	02/21/2012	07/20/2016	756.84	839.42	0.00	0.00	-82.58	**Box 6:** Gross Proceeds
Subtotals	**1075.00000**			**$29,276.43**	**$34,706.54**	**$0.00**	**$0.00**	**($5,430.11)**	
JP MORGAN TR I STRATEGIC INCOME OPPTY CUSIP: 4812A4351	1348.18800	10/15/2012	02/01/2016	14,762.66	15,881.65	0.00	0.00	-1,118.99	**Box 6:** Gross Proceeds
	2.73500	09/03/2013	02/01/2016	29.94	32.36	0.00	0.00	-2 42	**Box 6:** Gross Proceeds
	2.39600	10/01/2013	02/01/2016	26.23	28.37	0.00	0.00	-2.14	**Box 6:** Gross Proceeds
	2.27500	11/01/2013	02/01/2016	24.91	27.07	0 00	0.00	-2.16	**Box 6:** Gross Proceeds
	2.27800	12/02/2013	02/01/2016	24.94	27.11	0 00	0.00	-2.17	**Box 6:** Gross Proceeds
	3.08300	01/02/2014	02/01/2016	33.75	36.66	0.00	0.00	-2.91	**Box 6:** Gross Proceeds
	0.91400	02/03/2014	02/01/2016	10.00	10.89	0.00	0.00	-0.89	**Box 6:** Gross Proceeds
	499.56900	02/19/2014	02/01/2016	5,470.32	5,959.86	0.00	0.00	-489.54	**Box 6:** Gross Proceeds
	157.54300	02/19/2014	07/20/2016	1,818.05	1,879.49	0.00	0.00	-61.44	**Box 6:** Gross Proceeds
	2154.45500	02/19/2014	08/09/2016	24,862.40	25,702.65	0.00	0.00	-840.25	**Box 6:** Gross Proceeds
	6.64200	03/03/2014	08/09/2016	76.64	79.30	0.00	0.00	-2.66	**Box 6:** Gross Proceeds
	7.70800	04/01/2014	08/09/2016	88.95	91.96	0.00	0.00	-3.01	**Box 6:** Gross Proceeds
	3.86800	05/01/2014	08/09/2016	44.63	46.07	0 00	0.00	-1.44	**Box 6:** Gross Proceeds
	4.93100	06/02/2014	08/09/2016	56.90	58.68	0.00	0.00	-1.78	**Box 6:** Gross Proceeds
	6.70100	07/01/2014	08/09/2016	77.32	79.74	0.00	0.00	-2.42	**Box 6:** Gross Proceeds
	4.60700	08/01/2014	08/09/2016	53.16	54 64	0.00	0.00	-1.48	**Box 6:** Gross Proceeds
	1277 29300	08/27/2014	08/09/2016	14,740.00	15,161.47	0.00	0.00	-421.47	**Box 6:** Gross Proceeds
Subtotals	**5485.18600**			**$62,200.80**	**$65,157.97**	**$0.00**	**$0.00**	**($2,957.17)**	

2016 Year-End Account Summary

As of Date: 02/21/17

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MELLING FAMILY FOUNDATION
3081 WHITEWATER DRIVE

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
KINDER MORGAN INC DEL CUSIP. 49456B101	446.00000	08/27/2014	02/01/2016	6,689 92	17,762 40	0.00	0.00	-11,072.48	**Box 6:** Gross Proceeds
LAMAR ADVERTISING CO NEW CLASS A CUSIP: 512816109	422.00000	01/21/2015	02/01/2016	23,741.38	23,254.44	0.00	0.00	486.94	Original Basis:23,395.05 **Box 6:** Gross Proceeds
LOCKHEED MARTIN CORP CUSIP: 539830109	35.00000	01/29/2013	02/01/2016	7,373.39	3,149.92	0.00	0.00	4,223.47	**Box 6:** Gross Proceeds
MARKET VECTORS ETF XXX INTERNATIONAL HIGH YIELD CUSIP: 57061R205	1500.00000	02/19/2014	02/01/2016	33,180 89	40,465.06	0.00	0.00	-7,284.17	Original Basis:41,070.00 **Box 6:** Gross Proceeds
MERCK & CO INC NEW CUSIP: 58933Y105	268.00000	02/21/2012	02/01/2016	13,546.04	10,234.51	0.00	0.00	3,311.53	**Box 6:** Gross Proceeds
	31.00000	01/29/2013	02/01/2016	1,566 90	1,351.57	0.00	0.00	215.33	**Box 6:** Gross Proceeds
Subtotals	**299.00000**			**$15,112.94**	**$11,586.08**	**$0.00**	**$0.00**	**$3,526.86**	
MICROCHIP TECHNOLOGY INC CUSIP: 595017104	315.00000	06/04/2012	02/01/2016	13,991.48	8,900 53	0.00	0 00	5,090.95	Original Basis:9,371.05 **Box 6:** Gross Proceeds
	53.00000	01/29/2013	02/01/2016	2,354.13	1,697.79	0.00	0.00	656.34	Original Basis·1,777.00 **Box 6:** Gross Proceeds
Subtotals	**368.00000**			**$16,345.61**	**$10,598.32**	**$0.00**	**$0.00**	**$5,747.29**	
PACKAGING CORP OF AMER CUSIP· 695156109	228.00000	02/19/2014	02/01/2016	11,558.62	16,504.20	0.00	0.00	-4,945.58	**Box 6:** Gross Proceeds
PFIZER INCORPORATED CUSIP: 717081103	144.00000	01/21/2015	02/01/2016	4,320.77	4,758.60	0.00	0 00	-437.83	**Box 6:** Gross Proceeds

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PROCTER & GAMBLE CO CUSIP: 742718109	95.00000	02/19/2014	02/01/2016	7,711.57	7,437.65	0 00	0.00	273.92	**Box 6:** Gross Proceeds
ROYAL DUTCH SHELL PLC ADR B CUSIP. 780259107	172.00000	02/21/2012	02/01/2016	7,426.85	12,688.42	0.00	0.00	-5,261.57	**Box 6:** Gross Proceeds
	40.00000	01/29/2013	02/01/2016	1,727.18	2,981.75	0 00	0.00	-1,254.57	**Box 6:** Gross Proceeds
Subtotals	**212.00000**			**$9,154.03**	**$15,670.17**	**$0.00**	**$0.00**	**($6,516.14)**	
SPDR DJ WILSHIRE ETF INTL REAL ESTATE CUSIP· 78463X863	550.00000	02/21/2012	02/01/2016	20,911.76	19,798.90	0.00	0.00	1,112.86	**Box 6:** Gross Proceeds
	36.00000	01/29/2013	02/01/2016	1,368.77	1,490.40	0.00	0.00	-121.63	**Box 6:** Gross Proceeds
	15.00000	02/19/2014	02/01/2016	570.33	620.13	0.00	0.00	-49.80	**Box 6:** Gross Proceeds
Subtotals	**601.00000**			**$22,850.86**	**$21,909.43**	**$0.00**	**$0.00**	**$941.43**	
SPDR BLOOMBERG ETF BARCLAYS CONVERTIBLE CUSIP: 78464A359	229.00000	02/19/2014	02/01/2016	9,358.47	11,186.63	0.00	0.00	-1,828.16	**Box 6:** Gross Proceeds
SSGA ACTIVE TRUST ETF MULTI-ASSET REAL RETURN CUSIP: 78467V103	190.00000	02/19/2014	02/01/2016	4,065.93	5,584.10	0.00	0.00	-1,518.17	**Box 6:** Gross Proceeds
THOMSON REUTERS CORP CUSIP· 884903105	119.00000	02/19/2014	02/01/2016	4,445.83	4,111.07	0.00	0.00	334.76	**Box 6:** Gross Proceeds
WESTAR ENERGY INC CUSIP: 95709T100	478.00000	02/19/2014	02/01/2016	21,236.19	16,599.06	0 00	0.00	4,637.13	**Box 6:** Gross Proceeds
Totals				**$392,343.79**	**$425,330.24**	**$0.00**	**$0.00**	**($32,986.45)**	

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ISHARES ETF INTL SELECT DIVIDEND CUSIP: 464288448	91.00000	06/01/2011	02/01/2016	2,474.05	3,305.33	0.00	0.00	-831.28	**Box 6:** Gross Proceeds
Totals				**$2,474.05**	**$3,305.33**	**$0.00**	**$0.00**	**($831.28)**	