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Form **990-PF****Return of Private Foundation**  
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No. 1545-0052

**2016**Department of the Treasury  
Internal Revenue Service► 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](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2016 or tax year beginning **06/01/16**, and ending **05/31/17**

Name of foundation

**WADDELL FOUNDATION**

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

**PO BOX 358**

Room/suite

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

**MARION OH 43302****G Check all that apply**

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

**H Check type of organization**  **Section 501(c)(3) exempt private foundation**

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

**I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 4,093,736****J Accounting method****Cash** **Accrual**

Other (specify)

**A Employer identification number****31-4386851****B Telephone number (see instructions)****740-389-6335****C If exemption application is pending, check here****D 1 Foreign organizations, check here****2 Foreign organizations meeting the 85% test, check here and attach computation****E If private foundation status was terminated under section 507(b)(1)(A), check here****F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here**

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		68	68		
4 Dividends and interest from securities		72,079	72,079		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-122,091			
b Gross sales price for all assets on line 6a	3,062,722				
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)					
12 Total. Add lines 1 through 11		-49,944	72,147	0	
13 Compensation of officers, directors, trustees, etc		21,400			21,400
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)	STMT 1	7,515			7,515
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)	STMT 2	1,113			200
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (att. sch)	STMT 3	29,130	26,499		2,631
24 Total operating and administrative expenses.		59,158	26,499	0	31,746
Add lines 13 through 23		159,400			179,400
25 Contributions, gifts, grants paid		218,558	26,499	0	211,146
26 Total expenses and disbursements. Add lines 24 and 25		-268,502			
27 Subtract line 26 from line 12			45,648		
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

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Assets	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
17	1 Cash – non-interest-bearing		23,054	59,230	59,230
	2 Savings and temporary cash investments		85,646	85,935	85,935
	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 (att schedule) ►		0		
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		3,810	2,897	2,897
	10a Investments – U S and state government obligations (attach schedule)	SEE STMT 4			
	b Investments – corporate stock (attach schedule)		3,771,300	3,944,475	3,944,475
	c Investments – corporate bonds (attach schedule)				
18	11 Investments – land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
	15 Other assets (describe ► SEE STATEMENT 5 )			1,199	1,199
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item l)		3,883,810	4,093,736	4,093,736
19	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 ► SEE STATEMENT 6 )		72,903	54,979	54,979
	23 Total Liabilities (add lines 17 through 22)		72,903	54,979	54,979
20	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	► X			
	24 Unrestricted		3,810,907	4,038,757	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	►			
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		3,810,907	4,038,757	
	31 Total Liabilities and net assets/fund balances (see instructions)		3,883,810	4,093,736	

**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	3,810,907
2 Enter amount from Part I, line 27a	2	-268,502
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 7	3	214,370
4 Add lines 1, 2, and 3	4	3,756,775
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 8	5	-281,982
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	4,038,757

**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.)
<b>1a REALIZED LOSSES - MUTUAL FUNDS</b>			<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b LONG TERM CAP GAIN DIVIDEND</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a 3,023,018</b>		<b>3,184,813</b>	<b>-161,795</b>		
<b>b 39,704</b>			<b>39,704</b>		
c					
d					
e					
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) 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			
a					<b>-161,795</b>
b					<b>39,704</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	<b>-122,091</b>	
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

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**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)	1	913
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b	2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	3	913
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
3	Add lines 1 and 2	5	913
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-		
6	<b>Credits/Payments</b>		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,810
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	3,810
8	Enter any penalty for underpayment of estimated tax Check here ► if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,897
11	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> ►	11	Refunded

**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?	Yes	No
1a			X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <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>		
1b			X
1c	Did the foundation file Form 1120-POL for this year?	N/A	
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	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
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	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
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	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <b>OH</b>		
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	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

**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)	Yes	No
11		<b>X</b>	
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)	Yes	No
12		<b>X</b>	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	Yes	No
13		<b>X</b>	
14	The books are in care of ► <b>TIMOTHY WADDELL</b> <b>P O BOX 358</b>	Telephone no ► <b>740-225-5733</b>	
	Located at ► <b>MARION</b>	OH	ZIP+4 ► <b>43302</b>
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes No <b>X</b>

**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)	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<b>X</b>	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<b>X</b>	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<b>X</b>	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<b>X</b>	
(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)?	<b>X</b>	
(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)	<b>X</b>	No
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<b>N/A</b>	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	<b>N/A</b>	1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► <b>20 20 20 20</b>	<b>X</b>	No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	<b>N/A</b>	2b
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► <b>20 15 20 20 20</b>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<b>X</b>	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)	<b>N/A</b>	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?	<b>X</b>	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	Yes	<input checked="" type="checkbox"/>	No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Yes	<input checked="" type="checkbox"/>	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	<input checked="" type="checkbox"/>	No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes	<input checked="" type="checkbox"/>	No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	Yes	<input checked="" type="checkbox"/>	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	<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	N/A			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>	N/A	Yes	No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	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>				6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes	<input checked="" type="checkbox"/>	No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A			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
SEE STATEMENT 9				

**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

▶ 0

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**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	<b>N/A</b>	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		
<hr/>		
All other program-related investments See instructions		
3		
<hr/>		
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	3,857,887
b	Average of monthly cash balances	1b	126,932
c	Fair market value of all other assets (see instructions)	1c	3,953
d	<b>Total</b> (add lines 1a, b, and c)	1d	3,988,772
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,988,772
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	59,832
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,928,940
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	196,447

**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	196,447
2a	Tax on investment income for 2016 from Part VI, line 5	2a	913
b	Income tax for 2016 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	913
3	Distributable amount before adjustments Subtract line 2c from line 1	3	195,534
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	195,534
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	195,534

**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	211,146
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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	211,146
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 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	0
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	211,146

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				<b>195,534</b>
<b>2</b> Undistributed income, if any, as of the end of 2016			<b>199,109</b>	
a Enter amount for 2015 only				
b Total for prior years 20 <u>14</u> , 20 <u>      </u> , 20 <u>      </u>		<b>3,840</b>		
<b>3</b> 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				
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ► \$ <u>211,146</u>			<b>199,109</b>	
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				<b>8,197</b>
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> 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				<b>187,337</b>
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
<b>10</b> 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

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

## 1 Information Regarding Foundation Managers:

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

**N/A**

N/A

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

N/A

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

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

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

**JAMES WADDELL 419-845-3316**

P O BOX 358 MARION OH 43302

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

**SEE STATEMENT 10**

- ### c Any submission deadlines

**ANY TIME DURING THE YEAR**

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

**AWARDS ARE RESTRICTED TO MARION AND ADJACENT COUNTIES**

**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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b> <b>SEE STATEMENT 11</b>				<b>179,400</b>
<b>Total</b>			► 3a	<b>179,400</b>
<b>b Approved for future payment</b> <b>OHIO HISTORICAL SOCIETY</b> <b>800 E. 17TH AVE.</b> <b>COLUMBUS OH 43211</b>	<b>NONE</b>	<b>PC</b>	<b>UNRESTRICTED</b>	
<b>Total</b>			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

## **Part XVI-B Relationship of Activities to**

**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 )
3	<b>INTEREST ON SAVINGS AND CHECKING ACCOUNTS USED TO SUPPORT PROJECTS AND ACTIVITIES OF THE ELDERLY</b>
4	<b>DIVIDENDS ON INVESTMENTS - INVESTMENTS ARE USED TO SUPPORT PROJECTS AND ACTIVITIES OF THE ELDERLY</b>
8	<b>GAIN ON SALE OF INVESTMENTS USED TO SUPPORT PROJECTS AND ACTIVITIES OF THE ELDERLY</b>

**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)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1b(6)	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received	1c	X

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

**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
N/A		

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.

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

**Sign  
Here**

Signature of officer or trustee

---

Date

PRESIDENT

Paid Preparer Use Only	Print/Type preparer's name  <b>E. FREDERICK MANTER</b>	Preparer's signature  <i>E. Frederick Manter CPA</i>	Date  <b>09/28/17</b>	Check if self-employed
	Firm's name ► <b>HOLBROOK &amp; MANTER, INC.</b>	PTIN  <b>P00319585</b>		
	Firm's address ► <b>181 E CENTER ST MARION, OH 43302-3813</b>	Firm's EIN ► <b>31-0998651</b>		
		Phone no  <b>740-387-8620</b>		

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## Federal Statements

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### Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PROFESSIONAL FEES	\$ 7,515	\$ 0	\$ 0	\$ 7,515
TOTAL	\$ 7,515	\$ 0	\$ 0	\$ 7,515

### Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
OHIO REGISTRATION	\$ 200	\$ 0	\$ 0	\$ 200
FEDERAL EXCISE TAX	\$ 913	\$ 0	\$ 0	\$ 913
TOTAL	\$ 1,113	\$ 0	\$ 0	\$ 1,113

### Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
POSTAGE/OFFICE SUPPLIES	302			302
INSURANCE	144			144
BUSINESS SVC ACCOUNT FEE	26,499			26,499
DUES/SUBSCRIPTIONS	66			66
MISCELLANEOUS EXPENSE	2,119			2,119
TOTAL	\$ 29,130	\$ 26,499	\$ 0	\$ 2,631

**Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	
			Fair Market Value	\$
AMCAP #3256	\$ 97,536	\$ 103,425	MARKET	\$ 103,425
AMERICAN BEACON #3256		80,289	MARKET	80,289
AMERICAN US GOVT SECURITIES #3256		146,883	MARKET	146,883
AMERICAN HIGH INCOME #3256		85,842	MARKET	85,842
ARTISAN MID CAP VALUE #0971			MARKET	
ARTISAN MID CAP VALUE #3256			MARKET	
BLACKROCK EQUITY DIVIDEND IN #0971		49,221	MARKET	49,221
BLACKROCK EQUITY DIVIDEND IN #3256			MARKET	
COLUMBIA CONTRARIAN CORE #0971			MARKET	
COLUMBIA CONTRARIAN CORE #3256			MARKET	
DODGE & COX INCOME #0971		151,337	MARKET	151,337
DODGE & COX INCOME #3256			MARKET	
DODGE & COX INTL STOCK #0971			MARKET	
DODGE & COX INTL STOCK #3256			MARKET	
EAGLE SMALL CAP GROWTH #0971		107,822	MARKET	107,822
EATON VANCE INC FND OF BOSTON #0971		77,393	MARKET	77,393
EUROPACIFIC GROWTH #3256		86,160	MARKET	86,160
FIDELITY ADVISOR NEW INSIGHTS #0971		94,422	MARKET	94,422
FIDELITY ADVISOR NEW INSIGHTS #3256		193,977	MARKET	193,977
EMI INTERNATIONAL #3526		104,073	MARKET	104,073
FRANKLIN US GOVERNMENT SEC'S #0971		99,595	MARKET	99,595
FRANKLIN US GOVERNMENT SEC'S #3256		25,980	MARKET	25,980
FUNDAMENTAL INVESTORS #3256			MARKET	
GOLDMAN SACH EMERGING MKT #3256			MARKET	
HARBOR BOND INSTL #0971		59,773	MARKET	59,773
HARBOR BOND INSTL #3256		128,441	MARKET	128,441
HARBOR INTL INSTL #0971		86,288	MARKET	86,288
HEARTLAND VALUE PLUS INSTL #0971		94,559	MARKET	94,559
HEARTLAND VALUE PLUS INSTL #3256		193,629	MARKET	193,629
HENDERSON GLOBAL EQ INC #3256		104,403	MARKET	104,403
HENDERSON GLOBAL EQ INC #0971		25,156	MARKET	25,156
INVESCO INTL GROWTH #0971		31,353	MARKET	31,353
INVESCO INTL GROWTH #3256			MARKET	
ISHARES IBOXX HI YIELD #0971		53,252	MARKET	53,252
ISHARES 3-7YR TREAS BOND #0971		79,411	MARKET	79,411
ISHARES S&P 500 GR #0971		80,745	MARKET	80,745
ISHARES S&P 500 VALUE #0971		71,452	MARKET	71,452
ISHARES S&P 500 VALUE #0971		99,660	MARKET	99,660
		151,679	MARKET	151,679
		186,048	MARKET	186,048

**Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ISHARES S&P SMALL CAP VALUE #0971	\$	\$	MARKET	\$ 41,408
ISHARES S&P SMALL CAP GR #0971			MARKET	28,098
ISHARES CORE MSCI #0971			MARKET	305,512
ISHARES CORE MSCI EMERG MKT #0971			MARKET	106,109
IVY MID CAP GROWTH #0971	43,134	43,134	MARKET	52,382
IVY MID CAP GROWTH #3256	54,389	52,382	MARKET	
JOHN HANCOCK DISCIPLINED VALUE #0971	93,680		MARKET	
JPMORGAN MID CAP VALUE #0971	51,951		MARKET	
JPMORGAN MID CAP VALUE #3256	43,080		MARKET	
JPMORGAN US EQUITY INSTL #0971	77,656		MARKET	
MERIDIAN SMALL CAP GR #3256		25,622	MARKET	25,622
MFS INTL GROWTH #0971	105,503		MARKET	
MFS INTL GRWOTH #3256	99,792		MARKET	
NATIONWIDE GENEVA MID CAP #0971	43,271		MARKET	
NATIONWIDE GENEVA MID CAP #3256	54,475		MARKET	
OAK RIDGE SMALL CAP GROWTH #0971	25,954		MARKET	
OAK RIDGE SMALL CAP GROWTH #3256	32,783		MARKET	
OPPENHEIMER DEVELOPING MKTS #0971	50,102		MARKET	
OPPENHEIMER DEVELOPING MKTS #3256	41,707		MARKET	
OPPENHEIMER INTL BOND #3256		68,817	MARKET	68,817
PIMCO HIGH YIELD #0971			MARKET	
PIMCO HIGH YIELD #3256	32,247		MARKET	86,196
RIDGEWORTH SMALL CAP VALUE EQ #0971	26,509		MARKET	
RIDGEWORTH SMALL CAP VALUE EQ #3256	32,964		MARKET	23,830
SMALL CAP WORLD #3256	32,430		MARKET	
TEMPLETON INTL BOND #3256			MARKET	
T ROWE PRICE BLUE CHIP GROWTH #0971	102,672		MARKET	
VANGUARD S&P 500 INDEX #0971		147,632	MARKET	147,632
VANGUARD INTERM TERM CORP BND #0971		158,252	MARKET	158,252
VANGUARD MID CAP VALUE #0971		72,199	MARKET	72,199
VANGUARD MID CAP GR #0971		74,209	MARKET	74,209
VIRTUS EMERGING MARKETS OPTYS #0971	51,645		MARKET	
VIRTUS EMERGING MARKETS OPTYS #3256	42,674		MARKET	27,450
WASHINGTON MUTUAL INVESTORS #3256	106,913		MARKET	153,365
WELLS FARGO ADVANTAGE GOVT SEC #0971	59,973		MARKET	24,080

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**Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
TOTAL	\$ <u>3,771,300</u>	\$ <u>3,944,475</u>		\$ <u>3,944,475</u>

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### Statement 5 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
OTHER ASSETS	\$ 1,199	\$ 1,199	\$ 1,199
TOTAL	\$ 0	\$ 1,199	\$ 1,199

### Statement 6 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
FEDERAL EXCISE TAX PAYABLE	\$ 1,152	\$
UNCONDITIONAL PROMISE TO GIVE ACCOUNTS PAYABLE	71,751	54,979
TOTAL	\$ 72,903	\$ 54,979

### Statement 7 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
ENDING UNREALIZED GAIN (LOSS)	\$ 214,370
TOTAL	\$ 214,370

### Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
BEGINNING UNREALIZED GAIN (LOSS)	\$ -281,982
TOTAL	\$ -281,982

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**Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
JAMES P WADDELL P O BOX 358 MARION OH 43302	PRESIDENT	0.00	4,000	0	0
MICHAEL PAYETTE P O BOX 358 MARION OH 43302	VICE PRESIDE	0.00	2,000	0	0
BETTY DENDINGER P O BOX 358 MARION OH 43302	TRUSTEE	0.00	4,000	0	0
DAVID WILLIAMSON P O BOX 358 MARION OH 43302	ATTORNEY	0.00	4,000	0	0
TIM WADDELL P O BOX 358 MARION OH 43302	SECRETARY	0.00	6,400	0	0
ROBERT WADDELL PO BOX 508 MARION OH 43302	TRUSTEE	0.00	1,000	0	0

## Federal Statements

### **Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

#### Description

APPLICATION FOR FUNDS MUST BE FOR CHARITIES AND  
ACTIVITIES ASSISTING SENIOR CITIZENS

### **Form 990-PF, Part XV, Line 2c - Submission Deadlines**

#### Description

ANY TIME DURING THE YEAR

### **Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**

#### Description

AWARDS ARE RESTRICTED TO MARION AND ADJACENT COUNTIES

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**Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Name	Address	Relationship	Status	Purpose	Amount
ADULT RESIDENTS MINISTRIAL SERVICES MARION OH 43302	P O BOX 2372	NONE	PC	UNRESTRICTED	25,500
CALEDONIA SENIOR CENTER CALEDONIA OH 43314	P O BOX 5	NONE	PC	UNRESTRICTED	5,000
GREENCAMP SENIOR CENTER GREEN CAMP OH 43322	P O BOX 201	NONE	PC	UNRESTRICTED	5,000
HARDING HOME MARION OH 43302	380 MT. VERNON AVE.	NONE	PC	UNRESTRICTED	5,000
MARION COUNTY FED WOMENS MARION OH 43302	EAST CENTER ST	NONE	PC	UNRESTRICTED	15,000
MARION GENERAL HOSPITAL HOSPICE MARION OH 43302	278 BARKS ROAD WEST	NONE	PC	UNRESTRICTED	30,000
MOBILE MEALS MARION OH 43302	326 S PROSPECT ST	NONE	PC	UNRESTRICTED	30,000
NEW VISION SENIOR MARION OH 43302	DELAWARE AVE	NONE	PC	UNRESTRICTED	5,000
OHIO HISTORICAL SOCIETY COLUMBUS OH 43211	800 E. 17TH AVE.	NONE	PC	UNRESTRICTED	20,000
OHIO STATE MARION MARION OH 43302	1465 MT. VERNON AVE	NONE	PC	SR. CITIZEN TICKETS FOR CAMPUS EVENT	4,000
PLEASANT SENIOR CENTER MARION OH 43302	1036 OWENS RD W	NONE	PC	UNRESTRICTED	2,500
PROSPECT SENIOR CENTER PROSPECT OH 43342	318 N ELM ST	NONE	PC	UNRESTRICTED	9,000
MARION SENIOR CENTER MARION OH 43302	2375 HARDING HWY E	NONE	PC	UNRESTRICTED	2,500
MARION COUNTY PUBLIC HEALTH MARION OH 43302	181 S MAIN STREET	NONE	PC	UNRESTRICTED	15,000
MARION PALACE THEATRE MARION OH 43302	276 W CENTER STREET	NONE	PC	UNRESTRICTED	5,900

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**Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
TOTAL					<u>179,400</u>