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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

2016Department of the Treasury
Internal Revenue Service

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► Information about Form 990-PF and its separate instructions is at 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			A Employer identification number 31-4386851		
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			B Telephone number (see instructions) 740-389-6335		
G Check all that apply Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change <input type="checkbox"/>			C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <input type="checkbox"/>					
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 <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
(Part I, column (d) must be on cash basis)					

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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)				
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. Add lines 13 through 23	59,158	26,499	0	31,746
25	Contributions, gifts, grants paid	159,400			179,400
26	Total expenses and disbursements. Add lines 24 and 25	218,558	26,499	0	211,146
27	Subtract line 26 from line 12	-268,502			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		45,648		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2016)

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	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) ▶ Less allowance for doubtful accounts ▶	0		
	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)			
	b Investments — corporate stock (attach schedule) SEE STMT 4	3,771,300	3,944,475	3,944,475
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
Liabilities	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 I)	3,883,810	4,093,736	4,093,736
	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	
	23 Total liabilities (add lines 17 through 22)	72,903	54,979	
Net Assets or Fund Balances	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.)
1a REALIZED LOSSES – MUTUAL FUNDS		P	VARIOUS	VARIOUS
b LONG TERM CAP GAIN DIVIDEND				
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 3,023,018		3,184,813	-161,795
b 39,704			39,704
c			
d			
e			

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

(i) FMV 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			-161,795
b			39,704
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	-122,091
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	913
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	913
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	913
6	Credits/Payments		
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 <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,897
11	Enter the amount of line 10 to be Credited to 2017 estimated tax 2,897 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?		X
b 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>		X
c Did the foundation file Form 1120-POL for this year?	N/A	
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) OH		
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>	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>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► TIMOTHY WADDELL Telephone no ► 740-225-5733 P O BOX 358		
Located at ► MARION OH ZIP+4 ► 43302		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes X No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes X No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes X No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes X 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 X 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 X 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)?	N/A	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?	N/A	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 X 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.)	N/A	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 15 , 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 X 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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	<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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A	Yes <input type="checkbox"/> No <input type="checkbox"/>	
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? If "Yes" to 6b, file Form 8870			6b
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

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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	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	Total (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	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,928,940
6	Minimum investment return. 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	Distributable amount as adjusted. 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		
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	211,146
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	Adjusted qualifying distributions. 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
1 Distributable amount for 2016 from Part XI, line 7				195,534
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			199,109	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		3,840		
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 ▶ \$ <u>211,146</u>				
a Applied to 2015, but not more than line 2a			199,109	
b Applied to undistributed income of prior years (Election required – see instructions)		3,840		
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2016 distributable amount				8,197
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				187,337
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			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
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 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 STATEMENT 11				179,400
Total			▶ 3a	179,400
b Approved for future payment OHIO HISTORICAL SOCIETY 800 E. 17TH AVE. COLUMBUS OH 43211	NONE	PC	UNRESTRICTED	
Total			▶ 3b	

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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	\$	\$	\$ 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	\$	\$	\$ 200
FEDERAL EXCISE TAX	913			
TOTAL	\$ 1,113	\$ 0	\$ 0	\$ 200

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

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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	128,227	146,883	MARKET	146,883
AMERICAN HIGH INCOME #3256	32,575	85,842	MARKET	85,842
ARTISAN MID CAP VALUE #0971	51,843		MARKET	
ARTISAN MID CAP VALUE #3256	43,222	49,221	MARKET	49,221
BLACKROCK EQUITY DIVIDEND IN #0971	94,826		MARKET	
BLACKROCK EQUITY DIVIDEND IN #3256	107,822	151,337	MARKET	151,337
COLUMBIA CONTRARIAN CORE #0971	77,393		MARKET	
COLUMBIA CONTRARIAN CORE #3256	86,160	104,745	MARKET	104,745
DODGE & COX INCOME #0971	94,422		MARKET	
DODGE & COX INCOME #3256	193,977	220,968	MARKET	220,968
DODGE & COX INTL STOCK #0971	104,073		MARKET	
DODGE & COX INTL STOCK #3256	99,595		MARKET	
EAGLE SMALL CAP GROWTH #0971	25,980		MARKET	
EATON VANCE INC FND OF BOSTON #0971			MARKET	
EUROPACIFIC GROWTH #3256	100,283	81,980	MARKET	81,980
FIDELITY ADVISOR NEW INSIGHTS #0971	103,087		MARKET	
FIDELITY ADVISOR NEW INSIGHTS #3256	96,920	107,513	MARKET	107,513
FMI INTERNATIONAL #3526		52,688	MARKET	52,688
FRANKLIN US GOVERNMENT SECS #0971	59,773		MARKET	
FRANKLIN US GOVERNMENT SECS #3256	128,441	145,014	MARKET	145,014
FUNDAMENTAL INVESTORS #3256	86,288	104,850	MARKET	104,850
GOLDMAN SACH EMERGING MKT #3256		66,146	MARKET	66,146
HARBOR BOND INSTL #0971	94,559		MARKET	
HARBOR BOND INSTL #3256	193,629	222,643	MARKET	222,643
HARBOR INTL INSTL #0971	104,403		MARKET	
HEARTLAND VALUE PLUS INSTL #0971	25,156		MARKET	
HEARTLAND VALUE PLUS INSTL #3256	31,353		MARKET	
HENDERSON INTL OPPTYS #3256		53,252	MARKET	53,252
HENDERSON GLOBAL EQ INC #3256		79,411	MARKET	79,411
INVESCO INTL GROWTH #0971	105,203		MARKET	
INVESCO INTL GROWTH # 3256	99,050	80,745	MARKET	80,745
ISHARES IBOX HI YIELD #0971		71,452	MARKET	71,452
ISHARES 3-7YR TREAS BOND #0971		99,660	MARKET	99,660
ISHARES S&P 500 GR #0971		151,679	MARKET	151,679
ISHARES S&P 500 VALUE #0971		186,048	MARKET	186,048

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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	\$	41,408	MARKET	\$ 41,408
ISHARES S&P SMALL CAP GR #0971		28,098	MARKET	28,098
ISHARES CORE MSCI #0971		305,512	MARKET	305,512
ISHARES CORE MSCI EMERG MKT #0971		106,109	MARKET	106,109
IVY MID CAP GROWTH #0971	43,134		MARKET	
IVY MID CAP GROWTH #3256	54,389	52,382	MARKET	52,382
JOHN HANCOCK DISCIPLINED VALUE #0971	93,680		MARKET	
JPMORGAN MID CAP VALUE #0971	51,951		MARKET	
JPMORGAN MID CAP VALUE #3256	43,080	50,461	MARKET	50,461
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	53,062	MARKET	53,062
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	68,817	MARKET	68,817
OPPENHEIMER INTL BOND #3256			MARKET	
PIMCO HIGH YIELD #0971	32,247		MARKET	
PIMCO HIGH YIELD #3256	26,509	86,196	MARKET	86,196
RIDGEWORTH SMALL CAP VALUE EQ #0971	32,964		MARKET	
RIDGEWORTH SMALL CAP VALUE EQ #3256	32,430	23,830	MARKET	23,830
SMALL CAP WORLD #3256			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 OPPTY #0971	51,645		MARKET	
VIRTUS EMERGING MARKETS OPPTY #3256	42,674	27,450	MARKET	27,450
WASHINGTON MUTUAL INVESTORS #3256	106,913	153,365	MARKET	153,365
WELLS FARGO ADVANTAGE GOVT SEC #0971	59,973	24,080	MARKET	24,080

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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
TOTAL	\$ 3,771,300	\$ 3,944,475		\$ 3,944,475

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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
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 PROMIS TO GIVE	71,751	
ACCOUNTS PAYABLE		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	P O BOX 2372	NONE	PC	UNRESTRICTED	25,500
MARION OH 43302	P O BOX 5	NONE	PC	UNRESTRICTED	5,000
CALEDONIA SENIOR CENTER	P O BOX 201	NONE	PC	UNRESTRICTED	5,000
GREENCAMP SENIOR CENTER	380 MT. VERNON AVE.	NONE	PC	UNRESTRICTED	5,000
GREEN CAMP OH 43322	EAST CENTER ST	NONE	PC	UNRESTRICTED	15,000
HARDING HOME	278 BARKS ROAD WEST	NONE	PC	UNRESTRICTED	30,000
MARION OH 43302	326 S PROSPECT ST	NONE	PC	UNRESTRICTED	30,000
MARION COUNTY FED WOMENS	DELAWARE AVE	NONE	PC	UNRESTRICTED	5,000
MARION OH 43302	800 E. 17TH AVE.	NONE	PC	UNRESTRICTED	20,000
MARION GENERAL HOSPITAL HOSPICE	1465 MT. VERNON AVE	NONE	PC	SR. CITIZEN TICKETS FOR CAMPUS EVENT	4,000
MARION OH 43302	1036 OWENS RD W	NONE	PC	UNRESTRICTED	2,500
MOBILE MEALS	318 N ELM ST	NONE	PC	UNRESTRICTED	9,000
MARION OH 43302	2375 HARDING HWY E	NONE	PC	UNRESTRICTED	2,500
NEW VISION SENIOR	181 S MAIN STREET	NONE	PC	UNRESTRICTED	15,000
MARION OH 43302	276 W CENTER STREET	NONE	PC	UNRESTRICTED	5,900
OHIO HISTORICAL SOCIETY					
OHIO STATE MARION					
MARION OH 43302					
PLEASANT SENIOR CENTER					
MARION OH 43302					
PROSPECT SENIOR CENTER					
PROSPECT OH 43342					
MARION SENIOR CENTER					
MARION OH 43302					
MARION COUNTY PUBLIC HEALTH					
MARION OH 43302					
MARION PALACE THEATRE					
MARION OH 43302					

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Year (continued)

TOTAL