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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning JUL 1, 2016, and ending JUN 30, 2017

Name of foundation A. FRANKLIN PILCHARD FOUNDATION C/O MPO & CO		A Employer identification number 36-3723290
Number and street (or P.O. box number if mail is not delivered to street address) 508 N. PLUM GROVE ROAD		B Telephone number (847) 963-6762
City or town, state or province, country, and ZIP or foreign postal code PALATINE, IL 60067		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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 4947(a)(1) nonexempt charitable trust ☒ Section 501(c)(3) exempt private foundation ☐ 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) \$ 19,861,900. (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 ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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))		(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				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		372,295.	372,295.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-27,888.			
b Gross sales price for all assets on line 6a 4,384,704.					
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)					
11 Other income					
12 Total. Add lines 1 through 11		344,407.	372,295.		
13 Compensation of officers, directors, trustees, etc		236,000.	185,000.		51,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		60,675.	13,500.		47,175.
c Other professional fees STMT 3		101,960.	101,960.		0.
17 Interest					
18 Taxes STMT 4		10,000.	10,000.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		5,769.	1,448.		4,321.
24 Total operating and administrative expenses. Add lines 13 through 23		414,404.	311,908.		102,496.
25 Contributions, gifts, grants paid		943,137.			943,137.
26 Total expenses and disbursements. Add lines 24 and 25		1,357,541.	311,908.		1,045,633.
27 Subtract line 26 from line 12		-1,013,134.			
a Excess of revenue over expenses and disbursements			60,387.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1	Cash - non-interest-bearing		81,044.	55,275.	55,275.
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				
7	Other notes and loans receivable ▶				
	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				
b	Investments - corporate stock	STMT 6	13,679,884.	14,799,329.	14,799,329.
c	Investments - corporate bonds	STMT 7	5,049,257.	4,656,502.	4,656,502.
11	Investments - land, buildings, and equipment basis ▶	321,256.			
	Less: accumulated depreciation ▶		321,256.	321,256.	321,256.
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
15	Other assets (describe ▶ <u>ACCRUED INTEREST</u>)		30,541.	29,538.	29,538.
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		19,161,982.	19,861,900.	19,861,900.

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				
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 ▶ ☐				
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒				
27	Capital stock, trust principal, or current funds		1,369,532.	1,369,532.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		17,792,450.	18,492,368.	
30	Total net assets or fund balances		19,161,982.	19,861,900.	
31	Total liabilities and net assets/fund balances		19,161,982.	19,861,900.	

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	19,161,982.
2	Enter amount from Part I, line 27a	2	-1,013,134.
3	Other increases not included in line 2 (itemize) ▶ <u>APPRECIATION OF INVESTMENTS</u>	3	1,713,052.
4	Add lines 1, 2, and 3	4	19,861,900.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,861,900.

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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				
b SEE ATTACHED STATEMENT				
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 4,384,704.		4,412,592.	-27,888.	
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				
c				
d				
e			-27,888.	
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 -27,888.
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) If (loss), enter -0- in Part I, line 8		3 N/A

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	1,849,135.	18,944,864.	.097606
2014	1,706,622.	19,184,479.	.088958
2013	1,557,336.	18,678,402.	.083376
2012	1,394,980.	17,536,653.	.079547
2011	1,296,519.	17,182,445.	.075456
2 Total of line 1, column (d)			2 .424943
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 .084989
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 19,219,267.
5 Multiply line 4 by line 3			5 1,633,426.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 604.
7 Add lines 5 and 6			7 1,634,030.
8 Enter qualifying distributions from Part XII, line 4			8 1,867,798.

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	604.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	604.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	604.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 12,025.	7	12,025.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	11,421.
7 Total credits and payments Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	11,421. Refunded		
11 Enter the amount of line 10 to be Credited to 2017 estimated tax			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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 ► ROBERT C. PACILIO Telephone no ► 847-963-8900 Located at ► 508 N. PLUM GROVE ROAD, PALATINE, IL ZIP+4 ► 60067		
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 N/A		
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	X

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 ☒ 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)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ►		
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
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.) 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

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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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

X

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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

6b

X

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?

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.

(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
KEVIN J. RYAN	PRESIDENT/DIRECTOR			
6502 JOLIET ROAD STE F	5.00	218,000.	0.	0.
COUNTRYSIDE, IL 60525				
ALEXA RUHLANDER	SECRETARY/DIRECTOR			
6502 JOLIET ROAD STE F	1.00	18,000.	0.	0.
COUNTRYSIDE, IL 60525				
ROBERT C. PACILIO	TREASURER/DIRECTOR			
508 N. PLUM GROVE ROAD	5.00	0.	0.	0.
PALATINE, IL 60067				

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GLENVIEW STATE BANK 800 WAUKEGAN ROAD, GLENVIEW, IL 60025	INVESTMENT FEES	71,291.

Total number of others receiving over \$50,000 for professional services

0

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 GRANTING OF SCHOLARSHIP BASED ON FINANCIAL NEED AND SCHOLASTIC ABILITY	943,137.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

0.

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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	19,511,946.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	19,511,946.
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	19,511,946.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	292,679.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,219,267.
6	Minimum investment return. Enter 5% of line 5	6	960,963.

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	960,963.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	604.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	604.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	960,359.
4	Recoveries of amounts treated as qualifying distributions	4	960,000.
5	Add lines 3 and 4	5	1,920,359.
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	1,920,359.

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	1,045,633.
b	Program-related investments - total from Part IX-B	1b	0.
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	822,165.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,867,798.
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	5	604.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,867,194.

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

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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				1,920,359.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			1,867,798.	
b Total for prior years		0.		
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	0.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,867,798.				
a Applied to 2015, but not more than line 2a			1,867,798.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				1,920,359.
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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
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) **N/A**

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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.

ROBERT C. PACILIO, 312-965-1063
PO BOX 1596, FRANKFORT, IL 60423

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

APPLICATION FORMS AVAILABLE

c Any submission deadlines

OCTOBER 31

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

APPLICANTS MUST BE GRADUATING FROM ONE OF THE HIGH SCHOOLS PARTICIPATING IN THE SCHOLARSHIP PROGRAM.

A. FRANKLIN PILCHARD FOUNDATION

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C/O MPO & CO

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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				
RACHEL ABRAHAM 9351 S PULASKI RD EVERGREEN PARK, IL 60805	NONE FOR ALL RECIPIENTS		ALL PAYMENTS MADE ARE SCHOLARSHIP PAYMENTS	8,000.
ABRAHAM BARRANTES 1001 COVE CT PROSPECT HTS, IL 60070				8,000.
ISABELLA M BLIUJUS 936 WELLS DRIVE SYCAMORE, IL 60178				600.
ADRIAN ALVAREZ 3022 S KARLOV CHICAGO, IL 60623				6,745.
SARAH BRUNET 10111 COMMUNITY DRIVE LAGRANGE PARK, IL 60526				8,000.
Total	SEE CONTINUATION SHEET(S)			943,137.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2016)

Part XVII

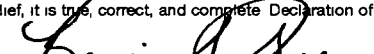
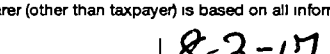
Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | 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 | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.				May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No	
	Signature of officer or trustee 		Date 8-3-17		Title President	
Paid Preparer Use Only	Print/Type preparer's name ROBERT C. PACILIO		Preparer's signature 		Date 8/3/17	
	Check ☐ if self-employed		PTIN P00843085			
	Firm's name ▶ MCCARTHY, PACILIO, OLIVA & CO., P.C.				Firm's EIN ▶ 36-3308801	
	Firm's address ▶ 508 N. PLUM GROVE ROAD PALATINE, IL 60067				Phone no (847) 963-8900	

Form **990-PF** (2016)

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 300,000 BD-IBM	P	07/22/13	07/22/16
b 250,000 BD-BOEING	P	08/15/13	08/15/16
c 200,000 BD-SOUTHERN CO	P	09/01/13	09/01/16
d 325,000 BD-INTEL	P	10/03/13	10/03/16
e 245,000 BD-MADISON WI	P	10/03/13	10/03/16
f 200,000 BD-BP CAPITAL	P	11/01/13	11/01/16
g 250,000 BD-JEFFERSON, OH	P	12/01/13	12/01/16
h 300,000 BD-TOYOTA	P	01/12/14	01/12/17
i 200,000 BD-AMERICAN EXP	P	03/24/14	03/24/17
j 225,000 BD-GE CAPITAL	P	04/27/14	04/27/17
k 200,000 BD-WELLS FARGO	P	05/06/14	05/06/17
l SEE SCHEDULE ATTACHED	P		
m SEE SCHEDULE ATTACHED	P		
n SEE SCHEDULE ATTACHED	P		
o SEE SCHEDULE ATTACHED	P		

(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 300,000.		300,000.	0.
b 250,000.		250,000.	0.
c 200,000.		200,000.	0.
d 325,000.		325,000.	0.
e 245,000.		245,000.	0.
f 200,000.		200,000.	0.
g 250,000.		250,000.	0.
h 300,000.		300,000.	0.
i 200,000.		200,000.	0.
j 225,000.		225,000.	0.
k 200,000.		200,000.	0.
l 377,129.		379,677.	-2,548.
m 177,394.		176,966.	428.
n 374,388.		373,990.	398.
o 760,793.		786,959.	-26,166.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			0.
c			0.
d			0.
e			0.
f			0.
g			0.
h			0.
i			0.
j			0.
k			0.
l			-2,548.
m			428.
n			398.
o			-26,166.

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	-27,888.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

A. FRANKLIN PILCHARD FOUNDATION
C/O MPO & CO

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Part XV · **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
ALEXANDER ALARCON 3907 W 124TH PLACE ALSIP, IL 60803				4,602.
ALEXIS DOWNEY 1720 DEVONSHIRE CT ELGIN, IL 60123				8,000.
JOHN BURKE 9543 S CERNTAL PARK EVERGREEN PARK, IL 60805				8,000.
ABILGAIL COZARIUC 274 WILLE AVE WHEELING, IL 60090				8,000.
AMANDA DZIALLO 3906 LEOMINSTER DR JOLIET, IL 60431				8,000.
AMANDA WHELAN 6801 N MILWAUKEE AVE UNIT 301 NILES, IL 60714				8,000.
DREW DANKO 1142 BIRCHDALE LANE AURORA, IL 60504				8,000.
ANDREW MCCOMB 210 W. TURNER PL SYCAMORE, IL 60178				3,025.
MIA DEPATIE 16441 MARK LANE TINLERY PARK, IL 60477				8,000.
ARLENE CARLOS 493 KIOWA TR WHEELING, IL 60090				8,000.
Total from continuation sheets				911,792.

A. FRANKLIN PILCHARD FOUNDATION
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Part XV · **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
ZACHARY W DODSON 28120 INDIAN POINT RD SYCAMORE, IL 60178				8,000.
AUTUMN KILGUS 11585 ELLWOOD GREENS ROAD GENOA, IL 60135				8,000.
BIANCA ROSADO 2234 S. ST LOUIS AVE CHICAGO, IL 60623				8,000.
BRENDAN WEIBEL 4554 HOWARD AVE WESTERN SPRINGS, IL 60558				8,000.
BRIAN GUMINO 8708 S ROOD ROAD KINGSTON, IL 60145				8,000.
CAITLIN MILLER 826 W. 79TH ST DARIEN, IL 60561				8,000.
CALEB KENNEDY 9700 TRIPP OAK LAWN, IL 60453				7,865.
CHARMAINE SHEERE DORTCH 6749 S MAY STREET CHICAGO, IL 60621				6,011.
MADELENE FERGUSON 894 OAK STREET WOODSTOCK, IL 60098				8,000.
CILLIAN HANNON 8815 BEECHNUT RD HICKORY HILLS, IL 60457				5,742.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MIKAELA BETTE FERRARA 714 HAWTHORNE LANE GENOA, IL 60135				8,000.
CRISTAL FARIAS 5653 S MAPLEWOOD CHICAGO, IL 60629				8,000.
CYNTHIA BELTRAN 1559 S WOLF RD APT 101 PROSPECT HTS, IL 60070				5,169.
MICHAELA FOREMAN 9221 S PULASKI RD UNIT B EVERGREEN PARK, IL 60805				8,000.
DANIEL CAPLICE 4045 CLAUSEN AVE WESTERN SPRINGS, IL 60558				8,000.
CHANCE FRANCKOWIAK 719 HAWTHORNE LANE GENOA, IL 60135				6,276.
DAWID PIOTROWSKI 17624 MELMS ROAD GENOA, IL 60135				8,000.
YENCY GARCIA 1321 S 59TH AVENUE CICERO, IL 60804				6,962.
DIONEL MENDOZA 930 GROVE STREET DEKALB, IL 60115				8,000.
EDGAR GAMINO 6345 S LACROSS AVE CHICAGO, IL 60638				7,853.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ERICA GUZY 220 KOCH DRIVE GENOA, IL 60135				8,000.
ERIN FABRY 11726 S CAROLYN LANE ALSIP, IL 60803				7,478.
ESTHER SIMON 880 E WILLOW RD APT 187 PROSPECT HTS, IL 60070				4,534.
EVAN JOHNSON-RANSOM 1101 S. STATE ST UNIT H400 CHICAGO, IL 60605				8,000.
SAFIA GHOUSE 9436 SUMAC ROAD DES PLAINES, IL 60016				8,000.
GALEN HUGHES 12782 NORTHWOOD DRIVE GENOA, IL 60135				8,000.
RYAN GLASCOTT 9813 S LAWNSDALE EVERGREEN PARK, IL 60805				5,206.
HALEY BROWN 199 S.WALNUT ST WINCHESTER, IL 62694				5,661.
HANNAH FABRY 11726 S CAROLYN LANE ALSIP, IL 60803				8,000.
HANNAH REILLY 9820 S LAWNSDALE EVERGREEN PARK, IL 60805				8,000.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HECTOR MACIAS NUNO 13013 S. HOUSTON AVE CHICAGO, IL 60633				614.
ELIZABETH HANSON 229 S GENOA ST GENOA, IL 60135				8,000.
JACK GOLON 4344 KATHLEEN LANE OAK LAWN, IL 60453				8,000.
ALONDRA IBARRA DIAZ 1021 KELLY AVE JOLIET, IL 60455				289.
CHELSEA IYPE 7929 LYONS STREET MORTON GROVE, IL 60053				8,000.
JAMES KENNY 10637 LE CLAIRE AVENUE OAK LAWN, IL 60453				8,000.
JANETTE CINO 926 PRAIRIE AVE DES PLAINES, IL 60018				4,823.
JEFFREY GOUGIS JR 10243 S. OAKLEY CHICAGO, IL 60643				7,367.
JENNIE WENG 3239 S. GREEN ST CHICAGO, IL 60608				6,932.
JENNIFER GOYER 4532 GRAND AVE WESTERN SPRINGS, IL 60558				6,199.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV - Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JESSICA RABCZAK 2104 HAVEN ST MT PROSPECT, IL 60056				8,000.
JIA JIA WANG 5325 S SPRINGFIELD CHICAGO, IL 60632				3,351.
JOHN GEARY 7347 KIOWA LANE PALOS HEIGHTS, IL 60463				8,000.
JONATHON PELISSIER 10938 S. HOYNE AVE CHICAGO, IL 60643				8,000.
KENDALL JOHNSON 5240 W JACKSON CHICAGO, IL 60644				2,537.
KAITLYN BORUTA 2084 CEDAR ST DES PLAINES, IL 60018				8,000.
KAITLYN DOLATOWSKI 1418 WICKE AVE DES PLAINES, IL 60018				8,000.
KATELYN STANEVICH 1190 ROSE DR SYCAMORE, IL 60178				8,000.
KATHERINE RALEIGH 5722 FRANKLIN AVE LA GRANGE, IL 60525				8,000.
KATHLEEN DAOERK 6031 N WOLCOTT AVE CHICAGO, IL 60660				3,843.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV · Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
KAYLAH DIXON 3727 W 77TH ST CHICAGO, IL 60652				8,000.
KENDALL JORDAN 800 S INDEPENDENCE BLVD CHICAGO, IL 60624				8,000.
PRANATHI KARUMANEHI 28 S WALNUT ST PALATINE, IL 60067				7,566.
KYLE BURGESS 1805 N ARALIA DR MT. PROSPECT, IL 60096				8,000.
LAUREN ZELAYA 321 PEARL STREET DEKALB, IL 60115				8,000.
CHRISTIAN KENNEDY 8759 SOUTH BECK PLACE HOMETOWN, IL 60456				5,652.
LEANARDO SERNA 10701 GEORGIA LANE OAK LAWN, IL 60453				8,000.
EMILIE KOTTMEIER 718 COTTONWOOD CIRCLE GENOA, IL 60135				8,000.
LYDIA MOORE 1556 JOHN STREET SYCAMORE, IL 60178				8,000.
MADISON MARTINO 5413 CENTRAL AVE WESTERN SPRINGS, IL 60558				8,000.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV · **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
MAGGIE RAPP 121 EAST MILNER DERALB, IL 60115				8,089.
MAN HUE TRAN 1091 ANTHONY ROAD WHEELING, IL 60090				4,822.
MARCUS HOLLEY 717 HAWTHORNE LANE GENOA, IL 60135				8,000.
MARGARET OCONNOR 9836 SPAULDING AVE EVERGREEN PARK, IL 60805				8,000.
MARIAH BYRD 2424 W. JACKSON CHICAGO, IL 60612				8,000.
MARIE GERAGHTY 333 N ASHLAND AVE LA GRANGE PARK, IL 60526				3,860.
ANASTASIA LANIEWSKI 1103 COVINGTON DRIVE LEMONT, IL 60439				8,000.
MARK JANKOVEC 161 N WILLIAMS DRIVE PALATINE, IL 60074				8,000.
MARTA KONOPKA 136 N EDGEWOOD AVE LA GRANGE, IL 60525				8,000.
MARTIN OCONNELL 11015 S TRIPP OAK LAWN, IL 60453				8,000.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV · Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JOAQUIN LEAL 3740 W 80TH PLACE CHICAGO, IL 60652				8,000.
FRANCISCO LEON 1239 INVERRARY LANE PALATINE, IL 60074				8,000.
MATTHEW GREENBERG 2240 N CHARTER POINT ARLINGTON HTS, IL 60004				640.
MICHAELA RUTLEDGE 5722 W 88TH PLACE OAK LAWN, IL 60453				8,000.
JULIE LORENZO 41 N ASHLAND AVE PALATINE, IL 60074				8,000.
MIRANDA HOLLOWAY 3809 GROVE AVE MCHENRY, IL 60050				1,361.
MONYETT CRUMP 10610 S CLAREMONT AVE CHICAGO, IL 60643				7,925.
NATALIE SHEEHAN 835 EDGEBROOK DR DE KALB, IL 60115				8,060.
NATALIE VEGA 703 ASPEN WAY GENOA, IL 60135				7,776.
NINA HOWARD 2030 S STATE ST. APT 1906 CHICAGO, IL 60616				8,000.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NORA SHEEHAN 9747 S.AVERS EVERGREEN PARK, IL 60805				8,000.
PAIGE COSGROVE 10758 S DRAKE AVENUE CHICAGO, IL 60655				7,711.
PATRICK MULVANY 321 N ASHLAND AVE LA GRANGE, IL 60526				7,460.
PAUL CARLSON 2546 W 110 STREET CHICAGO, IL 60655				8,000.
PAYMENTS ATTRIBUTABLE TO PRIOR YEARS				769.
PAYTON PETRUCHUIS 737 COTTONWOOD CIRCLE GENOA, IL 60135				7,610.
RACHEL RILLORAZA 123 W HAMILTON DR PALATINE, IL 60067				8,000.
RILEY MALONEY 1127 GILLIAN STREET LEMONT, IL 60439				8,000.
SAMUEL GETTIS 10509 S CLAREMONT AVE #2S CHICAGO, IL 60643				7,619.
SANDRA GONZALEZ 2131 CHASE AVE DES PLAINES, IL 60018				6,454.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SARAH DYNIA 10740 LACROSS AVE OAK LAWN, IL 60453				6,776.
SCOTT BELLUZZI 2826 GREENWOOD ACRES DEKALB, IL 60115				8,000.
CAMREN MILLER 9630 S CENTRAL PARK EVERGREEN PARK, IL 60805				6,169.
SHANNON FINN 10031 S HAMILTON CHICAGO, IL 60643				7,434.
SHEKINAH BERGMANN 158 SWANSON ROAD SYCAMORE, IL 60178				7,741.
SIOBHAN FINNERTY 10307 S. HOMAN AVE CHICAGO, IL 60655				8,000.
GABRIELLE NANCE 7226 S OGLESBY AVE CHICAGO, IL 60649				8,000.
JACQUELINE O'CONNOR 1861 ARBORDALE LANE ALGONQUIN, IL 60102				8,000.
VERONICA SCHMIDT 1170 S. SECOND AVE DES PLAINES, IL 60018				8,000.
ANNE PANGANIBAN 2200 S RIVER ROAD DES PLAINES, IL 60018				5,053.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
C/O MPO & CO

36-3723290

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
VICTORIA HENSLEY 115 HOMEWOOD DR GENOA, IL 60135				8,000.
VICTORIA PEREZ 6052 W 59TH ST CHICAGO, IL 60638				8,000.
VICTORIA ZAJDA 101 MANDEL LANE PROSPECT HTS, IL 60070				8,000.
WILLIAM ASFOUR 441 9TH AVE LAGRANGE, IL 60525				8,000.
WILLIAM WEBBER 9609 S. HARDING EVERGREEN PARK, IL 60805				6,059.
ZACHARY WALLER 94 N. JUNIPER ST CORTLAND, IL 60112				8,000.
ZANE LACASSE 33021 GENOA ROAD GENOA, IL 60135				8,000.
VERA PARASNCHAK 14625 131ST ST LEMONT, IL 60439				8,000.
BRENNA PARSON 647 N 10TH STREET DE KALB, IL 60115				8,000.
CARLA R PEREYRA 506 N WILLIAMS DR PALATINE, IL 60074				8,000.
Total from continuation sheets				

A. FRANKLIN PILCHARD FOUNDATION
C/O MPO & CO

36-3723290

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
KASEN PIERCE 1526 S KEDVALE CHICAGO, IL 60624				8,000.
MADELINE PLESNICAR 938 E. BABCOCK DR PALATINE, IL 60074				6,000.
JOSHUA PRINDLE 1825 DARRYL DR ARLINGTON HTS, IL 60004				8,000.
ELLIOTT PRITCHETT 1800 PARK AVE SYCAMORE, IL 60178				1,400.
MOLLY ROGAN 161 DOVER AVE LA GRANGE, IL 60525				8,000.
BRYAN ROMERO 9707 W 56TH STREET COUNTRYSIDE, IL 60525				8,000.
CAMERON R SHOTTON 82 E HUMMINGBIRD AVE CORTLAND, IL 60112				6,450.
REBECCA SIMON 880 E OLD WILLOW RD PROSPECT HTS, IL 60070				4,997.
NATALIE TAPP 9924 S BELL CHICAGO, IL 60643				8,000.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GLENVIEW STATE BANK	363,526.	0.	363,526.	363,526.	
GLENVIEW STATE BANK-PREMIUM AMORTIZATION	-63,684.	0.	-63,684.	-63,684.	
RBC DAIN RAUSCHER	72,453.	0.	72,453.	72,453.	
TO PART I, LINE 4	372,295.	0.	372,295.	372,295.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MPO & CO., 508 N. PLUM GROVE RD., PALATINE, IL 60067	60,675.	13,500.		47,175.
TO FORM 990-PF, PG 1, LN 16B	60,675.	13,500.		47,175.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUST MANAGEMENT FEES: GLENVIEW STATE BANK, GLENVIEW, IL	0.	0.		0.
RBC CAPITAL MARKETS, OAKBROOK, IL	71,291.	71,291.		0.
	30,669.	30,669.		0.
TO FORM 990-PF, PG 1, LN 16C	101,960.	101,960.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	10,000.	10,000.		0.
TO FORM 990-PF, PG 1, LN 18	10,000.	10,000.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	4,321.	0.		4,321.
FARM EXPENSES	1,448.	1,448.		0.
TO FORM 990-PF, PG 1, LN 23	5,769.	1,448.		4,321.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
12000 SHS-GENERAL ELECTRIC	324,120.	324,120.
4000 SHS-JOHNSON&JOHNSON	529,160.	529,160.
4000 SHS-PROCTOR&GAMBLE	348,600.	348,600.
4000 SHS-WALGREENS	313,240.	313,240.
10000 SHS-MICROSOFT	689,300.	689,300.
8000 SHS- PFIZER INC	268,720.	268,720.
4800 SHS-PEPSICO	554,352.	554,352.
17000 SHS-CISCO SYSTEMS	532,100.	532,100.
4000 SHS-AUTOMATIC DATA PROCESSING	409,840.	409,840.
9000 SHS-TEXAS INSTRUMENTS	692,370.	692,370.
8000 SHS-SYSCO	402,640.	402,640.
10000 SHS-STARBUCKS	583,100.	583,100.
4800 SHS-STRYKER	666,144.	666,144.
4000 SHS-CATERPILLAR	429,840.	429,840.
2000 SHS-FEDEX	434,660.	434,660.
401 SHS-ALPHABET-A	371,872.	371,872.
4000 SHS-MCDONALD'S	612,640.	612,640.
9000 SHS-AT&T	339,570.	339,570.
5000 SHS-ABBOTT LABS	243,050.	243,050.
5000 SHS-CME GROUP	626,200.	626,200.

A. FRANKLIN PILCHARD FOUNDATION C/O MPO

36-3723290

2700 SHS-CHEVRON	281,691.	281,691.
6000 SHS-EMERSON ELECTRIC	357,720.	357,720.
3000 SHS-MONSANTO	355,080.	355,080.
3000 SHS-EXXON MOBIL	242,190.	242,190.
2871/7090 SHS-FIRST EAGLE GLOBAL	414,045.	414,045.
21445/17132 SHS-PIMCO FDS	202,503.	202,503.
3815 SHS-APPLE COMPUTER	549,436.	549,436.
2000/1000 SHS-POWERSHARES EXCHANGE CEF	40,230.	40,230.
5000 SHS-INTEL	168,700.	168,700.
6031/6287 SHS-THORNBURG INV TR	132,344.	132,344.
401 SHS-ALPHABET-C	364,401.	364,401.
430/258 SHS-ISHARES 7 TO 10 YR TREASURY	27,505.	27,505.
3900/15483 SHS-NORTHERN LTS FD TR	250,683.	250,683.
874/1507 SHS-ISHARES INTERMEDIATE CREDIT	165,438.	165,438.
1400/1387 SHS-ISHARES 10+YEAR CREDIT	85,495.	85,495.
654/452/1182 SHS-CLEARBRIDGE AGGRESSIVE	264,937.	264,937.
1304/1916 SHS-ISHARES MBS ETF	204,552.	204,552.
1400 SHS-CELGENE	181,818.	181,818.
1400 SHS-GILEAD	99,092.	99,092.
403 SHS-ISHARES IBOXX	35,621.	35,621.
478 SHS-PIMCO 0-5 YEAR HIGHH YIELD	48,450.	48,450.
1248 SHS-ISHARES US PREFERRED	48,884.	48,884.
496 SHS-ISHARES 20 PLUS YEAR TR	62,060.	62,060.
550 SHS-SECTOR SPDR TRUST	30,217.	30,217.
575 SHS-SELECT SECTOR SPDR TR	30,941.	30,941.
345 SHS-SELECT SPDR-CONSUMER	30,922.	30,922.
400 SHS-SELECT SPDR-HEALTH CARE	31,696.	31,696.
430 SHS-SELECT SPDR-ENERGY	27,916.	27,916.
1225 SHS-SELECT SECTOR SPDR-FINANCIAL	30,221.	30,221.
460 SHS-SELECT SPRD-INDUSTRIAL	31,331.	31,331.
560 SHS-SELECT SPDR-TECHNOLOGY	30,643.	30,643.
600 SHS-SELECT SPDR-UTILITIES	31,176.	31,176.
1000 SHS-BROOKFIELD INSTRUCTURE	40,910.	40,910.
900 SHS-GLAXOSMITHKLINE	38,808.	38,808.
40622 SHS-JANUS INVT	307,506.	307,506.
1300 SHS-VANGUARD FTSE DEV MKTS	53,716.	53,716.
600 SHS-VANGUARD EMER MKTS	24,498.	24,498.
800 SHS-WISDOMTREE JAPAN	41,600.	41,600.
2000 SHS-TRI CONTINENTAL	48,700.	48,700.
1331 SHS-GREAT VELM CAPITAL	14,135.	14,135.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,799,329.	14,799,329.

FORM 990-PF

CORPORATE BONDS

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FEDERAL PRIME OBLIGATION FUND	797,165.	797,165.
200,000 BD-ARLINGTON, TX	200,044.	200,044.
500,000 BD-ATLANTA, GA	499,560.	499,560.
PRIME MONEY MKY FUND	20,827.	20,827.
300,000 BD-JOHN DEERE	300,876.	300,876.
200,000 BD-UNITED PARCEL	199,878.	199,878.
200,000 BD-ALTERA CORP	202,568.	202,568.
200,000 BD-AMGEN	212,112.	212,112.
200,000 BD-APPLE COMP	201,876.	201,876.
200,000 BD-CATERPILLAR FINL	200,260.	200,260.
200,000 BD-CHEVRON	199,948.	199,948.
200,000 BD-JOHN DEERE	200,190.	200,190.
200,000 BD-HERSHEY FOODS	200,200.	200,200.
200,000 BD-ILLINOIS TOOL WORKS	201,466.	201,466.
200,000 BD-JOHNSON AND JOHNSON	206,940.	206,940.
200,000 BD-MICROSOFT	209,824.	209,824.
200,000 BD-PEPSICO	201,940.	201,940.
200,000 BD-PRAXAIR	199,460.	199,460.
200,000 BD-TOYOTA MOTOR CREDIT	201,368.	201,368.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,656,502.	4,656,502.

FORM 990-PF	EXPLANATION OF CASH SET-ASIDE PART XII, LINE 3B	STATEMENT	8
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THE FOUNDATION GIVES SCHOLARSHIPS UP TO \$8,000. PER YEAR FOR FOUR
YEARS. THE AMOUNTS SET ASIDE ARE
FOR THE REMAINING AMOUNT OF THE SCHOLARSHIPS THAT HAVE BEEN AWARDED.

Prepared for
A FRANKLIN PILCHARD FOUNDATIO
FOUNDATION (SAGE)
ATTN KEVIN J RYAN
STE C
6502 JOLIET ROAD
COUNTRYSIDE IL 60525-4613

Schedule of Realized Gains and Losses
From 07/01/2016 through 06/30/2017
As of July 12, 2017
For Account 300-64413

Prepared by
JOHN KUHLMAN
RBC WEALTH MANAGEMENT
Phone 630/472-5511
Toll-Free 800/564-1135
Fax 630/472-5525

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
Short Term								
814	ISHARES 3 TO 7 YEAR TREASURY BOND ETF SYMBOL IEI	02/11/16	126 60	103,054 59	07/01/16	127 26	103,587 57	532 97
275	ISHARES 3 TO 7 YEAR TREASURY BOND ETF SYMBOL IEI	10/05/16	125 79	34,592 16	12/08/16	122 76	33,758 36	-833 79
274	ISHARES 3 TO 7 YEAR TREASURY BOND ETF SYMBOL IEI	10/05/16	125 79	34,466 37	06/14/17	124 48	34,106 79	-359 58
652	ISHARES CMBS ETF SYMBOL CMBS	06/17/16	52 90	34,490 80	10/05/16	52 51	34,236 36	-254 44
652	ISHARES CMBS ETF SYMBOL CMBS	03/07/16	51 38	33,499 76	10/05/16	52 51	34,236 36	736 59
662	ISHARES FLOATING RATE BOND ETF SYMBOL FLOT	03/10/17	50 85	33,661 14	04/18/17	50 82	33,643 03	-18 11
298	ISHARES TIPS BOND ETF SYMBOL TIP	02/27/17	114 89	34,237 21	06/14/17	114 38	34,084 50	-152 71
87	POWERSHARES GLOBAL EXCHANGE TRADED FD TR EMERGING MARKETS SYMBOL PCY	11/14/16	27 84	2,422 08	03/10/17	28 60	2,488 44	66 36
444	POWERSHARES GLOBAL EXCHANGE TRADED FD TR EMERGING MARKETS SYMBOL PCY	09/07/16	30 93	13,731 25	03/10/17	28 60	12,699 64	-1,031 61
682	POWERSHARES GLOBAL EXCHANGE TRADED FD TR EMERGING MARKETS SYMBOL PCY	08/15/16	30 56	20,840 67	03/10/17	28 60	19,507 10	-1,333 56
596	POWERSHARES SENIOR LOAN PORTFOLIO SYMBOL BKLN	09/07/16	23 23	13,846 92	04/18/17	23 25	13,856 70	9 77
900	POWERSHARES SENIOR LOAN PORTFOLIO SYMBOL BKLN	08/15/16	23 15	20,833 66	04/18/17	23 25	20,924 54	90 88

Schedule of Realized Gains and Losses

From 07/01/2016 through 06/30/2017

As of July 12, 2017

For Account: 300-84413

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
Short Term Subtotal				379,876.81			377,129.39	-2,547.23
Long Term								
93	ISHARES 10+ YEAR CREDIT BOND ETF SYMBOL CLY	10/20/14	81.43	5,712.87	08/15/16	63.75	5,929.12	216.25
13	ISHARES 7 TO 10 YEAR TREASURY BOND ETF SYMBOL IEF	10/19/15	107.80	1,401.40	02/27/17	105.92	1,376.93	-24.47
301	ISHARES 7 TO 10 YEAR TREASURY BOND ETF SYMBOL IEF	08/27/15	108.53	32,065.53	02/27/17	105.92	31,881.22	-184.30
92	ISHARES INTERMEDIATE CREDIT ETF SYMBOL CIU	08/27/15	108.29	9,962.38	11/14/16	108.78	10,007.55	45.16
226	ISHARES INTERMEDIATE CREDIT ETF SYMBOL CIU	06/17/15	108.66	24,557.48	11/14/16	108.78	24,583.78	26.28
69	ISHARES INTERMEDIATE CREDIT ETF SYMBOL CIU	10/19/15	109.03	7,522.79	12/08/16	108.25	7,489.09	-53.70
237	ISHARES INTERMEDIATE CREDIT ETF SYMBOL CIU	08/27/15	108.29	25,663.96	12/08/16	108.25	25,654.71	-9.25
168	ISHARES MBS ETF SYMBOL MBB	08/17/15	108.70	18,281.80	08/15/16	109.84	18,453.08	191.48
192	ISHARES MBS ETF SYMBOL MBB	03/26/15	110.09	21,138.16	08/15/16	109.84	21,089.24	-48.92
26	ISHARES MBS ETF SYMBOL MBB	08/27/15	109.18	2,838.80	09/07/16	109.95	2,858.69	19.88
227	ISHARES MBS ETF SYMBOL MBB	06/17/15	108.70	24,874.90	09/07/16	109.95	24,958.58	283.67
29	ISHARES MBS ETF SYMBOL MBB	08/27/15	109.18	3,166.36	11/14/16	108.00	3,131.93	-34.42
Long Term Subtotal				176,966.23			177,393.90	427.66

Schedule of Realized Gains and Losses

From 07/01/2016 through 06/30/2017

As of July 12, 2017

For Account: 300-64413

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
Report Total				556,642.84			554,523.29	-2,119.57

Realized Gains or Losses	
Short Term	-2,547.23
Long Term	427.66
Term Unknown	0.00
Short Term includes assets held 12 months or less	
Long Term includes assets held longer than 12 months + 1 day	

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RBC Wealth Management, a division of RBC Capital Markets, LLC,
Member NYSE/FINRA/SIPC

Page 3 of 3

Prepared on July 13, 2017

Prepared for
A FRANKLIN PILCHARD FOUNDATION
ATTN: KEVIN J RYAN
STE C
6502 JOLIET ROAD
COUNTRYSIDE IL 60525-4613

Schedule of Realized Gains and Losses
From 07/01/2016 through 06/30/2017
As of July 12, 2017
For Account: 300-64416

Prepared by
JOHN KUHLMAN
RBC WEALTH MANAGEMENT
Phone 630/472-5511
Toll-Free 800/564-1135
Fax 630/472-5525

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
Short Term								
392,1890	AB SELECT US LONG/SHORT PORTFOLIO CL ADVISOR SYMBOL ASYLX	12/21/15	11 49	4,506 25	10/05/16	11 69	4,584 69	78 43
0,9280	AB SELECT US LONG/SHORT PORTFOLIO CL ADVISOR SYMBOL ASYLX	12/21/15	11 49	10 66	10/05/16	11 69	10 85	0 18
191,3860	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/20/16	18 32	3,506 20	03/17/17	19 09	3,653 56	147 35
122,8480	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/20/16	18 32	2,250 58	03/17/17	19 09	2,345 17	94 58
141,4140	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	12/14/15	10 35	1,463 64	10/05/16	11 64	1,646 06	182 41
100,7740	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	12/14/15	10 35	1,043 01	10/05/16	11 64	1,173 01	129 99
81,9800	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	12/14/15	10 35	848 49	10/05/16	11 64	954 25	105 75
☐ 43,4080	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS ORIGINAL COST 516 99 SYMBOL MWCIX	10/03/16	11 91	516 99	10/05/16	11 91	516 99	0 00
☐ 12,0260	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS ORIGINAL COST 142 99 SYMBOL MWCIX	09/01/16	11 89	142 99	10/05/16	11 91	143 23	0 23
☐ 21,026,0720	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS ORIGINAL COST 250,000 00 SYMBOL MWCIX	08/22/16	11 89	250,000 00	10/05/16	11 91	250,420 52	420 52

Schedule of Realized Gains and Losses

From 07/01/2016 through 06/30/2017

As of July 12, 2017

For Account 300-64416

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
14,8400	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS SYMBOL MWCIX	03/01/17	11 88	178 30	03/14/17	11 84	175 71	-0 59
17,1920	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS SYMBOL MWCIX	02/01/17	11 85	203 73	03/14/17	11 84	203 55	-0 17
18,9090	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS SYMBOL MWCIX	01/03/17	11 81	223 31	03/14/17	11 84	223 88	0 57
32,1660	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS SYMBOL MWCIX	12/13/16	11 81	379 88	03/14/17	11 84	380 85	0 96
18,3590	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS SYMBOL MWCIX	12/01/16	11 85	217 55	03/14/17	11 84	217 37	-0 17
O 17,0610	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS ORIGINAL COST 203 02 SYMBOL MWCIX	11/01/16	11 90	203 02	03/14/17	11 84	202 00	-1 01
17,3640	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS SYMBOL MWCIX	10/03/16	11 91	206 80	03/14/17	11 84	205 59	-1 21
4,8100	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS SYMBOL MWCIX	09/01/16	11 89	57 19	03/14/17	11 84	56 95	-0 23
8,410,4290	METROPOLITAN WEST FDS UNCONSTRAINED BD FD CL I SHS SYMBOL MWCIX	08/22/16	11 89	100,000 00	03/14/17	11 84	99,579 48	-420 51
12,4030	PUTNAM FDS TR CAPITAL SPECTRUM FD CL Y SYMBOL PVSIX	12/09/15	34 12	423 20	08/11/16	32 68	405 33	-17 86
41,3440	PUTNAM FDS TR CAPITAL SPECTRUM FD CL Y SYMBOL PVSIX	12/09/15	34 12	1,410 66	08/11/16	32 68	1,351 12	-59 53

Schedule of Realized Gains and Losses

From 07/01/2016 through 06/30/2017

As of July 12, 2017

For Account 300-64416

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
181.6840	PUTNAM FDS TR CAPITAL SPECTRUM FD CL Y SYMBOL PVSIX	12/09/15	34 12	6,199 06	08/11/16	32 68	5,937 43	-261 62
	Short Term Subtotal			373,989.51			374,387.59	398.07
Long Term								
478 8210	AB SELECT US LONG/SHORT PORTFOLIO CL ADVISOR SYMBOL ASYLX	12/22/14	11 76	5,630 94	10/05/16	11 69	5,597 42	-33 52
157.2580	AB SELECT US LONG/SHORT PORTFOLIO CL ADVISOR SYMBOL ASYLX	12/23/13	11 78	1,852 50	10/05/16	11 69	1,838 35	-14 15
11,206 8970	AB SELECT US LONG/SHORT PORTFOLIO CL ADVISOR SYMBOL ASYLX	10/18/13	11 60	130,000 00	10/05/16	11 69	131,008 63	1,008 62
103.1520	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/16/15	17 79	1,835 07	03/17/17	19 09	1,969 17	134 10
92 9810	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/16/15	17 79	1,654 13	03/17/17	19 09	1,775 01	120 87
1,082.3630	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/16/15	17 79	19,255 24	03/17/17	19 09	20,662 31	1,407 06
73.9170	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/17/15	20 56	1,519 73	03/17/17	19 09	1,411 08	-108 65
216.9660	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/14	19 63	4,259 04	03/17/17	19 09	4,141 88	-117 15
135.1610	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/14	19 63	2,853 22	03/17/17	19 09	2,580 22	-72 99
804.3550	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/14	19 63	15,789 49	03/17/17	19 09	15,355 14	-434 35

Schedule of Realized Gains and Losses

From 07/01/2016 through 06/30/2017

As of July 12, 2017

For Account: 300-64416

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
103.6800	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/18/14	21 97	2,277 84	03/17/17	19 09	1,979 25	-298 58
85.6580	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/13	20 91	1,791 10	03/17/17	19 09	1,635 21	-155 88
142.4290	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/13	20 91	2,978 20	03/17/17	19 09	2,718 97	-259 23
399.8950	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/13	20 91	8,361 81	03/17/17	19 09	7,634 00	-727 81
89.8810	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/19/13	21 30	1,914 03	03/17/17	19 09	1,715 45	-198 58
110.5220	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/20/12	19 81	2,189 44	03/17/17	19 09	2,109 87	-79 57
128.7080	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/20/12	18 92	2,435 15	03/17/17	19 09	2,457 04	21 88
193.5990	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/20/11	17 78	3,442 19	03/17/17	19 09	3,695 80	253 61
173.1360	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/20/11	17 78	3,078 35	03/17/17	19 09	3,305 17	226 81
138.7560	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/22/11	20 35	2,823 69	03/17/17	19 09	2,648 85	-174 83
5,040.3230	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	06/23/11	19 84	100,000 00	03/17/17	19 09	96,219 77	-3,780 23
105.3620	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/21/10	19 18	2,020 84	03/17/17	19 09	2,011 36	-9 47

Schedule of Realized Gains and Losses

From 07/01/2016 through 06/30/2017

As of July 12, 2017

For Account 300-84416

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
103,6800	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/18/14	21 97	2,277 84	03/17/17	19 09	1,979 25	-298 58
85,6580	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/13	20 91	1,791 10	03/17/17	19 09	1,635 21	-155 88
142,4290	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/13	20 91	2,978 20	03/17/17	19 09	2,718 97	-259 23
399,8950	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/18/13	20 91	8,361 81	03/17/17	19 09	7,634 00	-727 81
89,8610	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/19/13	21 30	1,914 03	03/17/17	19 09	1,715 45	-198 58
110,5220	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/20/12	19 81	2,189 44	03/17/17	19 09	2,109 87	-79 57
128 7080	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/20/12	18 92	2,435 15	03/17/17	19 09	2,457 04	21 88
193,5990	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/20/11	17 78	3,442 19	03/17/17	19 09	3,695 80	253 61
173,1360	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/20/11	17 78	3,078 35	03/17/17	19 09	3,305 17	226 81
138,7580	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/22/11	20 35	2,823 69	03/17/17	19 09	2,648 85	-174 83
5,040 3230	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	06/23/11	19 84	100,000 00	03/17/17	19 09	98,219 77	-3,780 23
105,3620	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/21/10	19 18	2,020 84	03/17/17	19 09	2,011 36	-9 47

Schedule of Realized Gains and Losses

From 07/01/2016 through 06/30/2017

As of July 12, 2017

For Account 300-64416

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
45.9690	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	07/23/10	17.69	813.20	03/17/17	19.09	877.55	64.34
698.5290	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	02/01/10	17.68	12,350.00	03/17/17	19.09	13,334.92	984.91
5,040.8330	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX	12/29/09	18.04	90,936.63	03/17/17	19.09	96,229.50	5,292.87
0.4000	GREAT ELM CAPITAL CORP COMMON STOCK SYMBOL GECC	06/25/14	35.08	14.02	11/04/16	10.45	4.18	-9.84
6,377.5510	HENDERSON GLOBAL FDS GLOBAL EQUITY INCOME FD CL I CUSIP 425067634	12/29/09	7.61	48,534.45	05/30/17	7.79	49,681.12	1,146.67
40.9340	HENDERSON GLOBAL FDS GLOBAL EQUITY INCOME FD CL I CUSIP 425067634	12/29/09	7.61	311.52	05/30/17	7.79	318.88	7.35
100.9840	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	12/15/14	11.58	1,169.40	10/05/16	11.64	1,175.45	6.05
120.7420	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	12/15/14	11.58	1,398.19	10/05/16	11.64	1,405.44	7.24
118.5600	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	12/15/14	11.58	1,349.76	10/05/16	11.64	1,356.76	6.99
170.2520	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	12/16/13	11.72	1,995.35	10/05/16	11.64	1,981.73	-13.61
131.7200	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	12/16/13	11.72	1,543.76	10/05/16	11.64	1,533.22	-10.53
3,872.9670	INVESCO BALANCED RISK ALLC Y SYMBOL ABRYX	10/18/13	12.91	50,000.00	10/05/16	11.64	45,081.33	-4,918.66

Schedule of Realized Gains and Losses

From 07/01/2016 through 06/30/2017

As of July 12, 2017

For Account: 300-84416

Quantity	Description	Open Date	Unit Cost	Net Cost	Close Date	Unit Proceeds	Net Proceeds	Realized Gain/Loss
5,076.1420	PIMCO ALL ASSET P SYMBOL PALPX	12/29/09	12 02	61,015 23	05/12/17	11 82	60,000 00	-1,015 22
1,100	POWERSHARES EXCHAN CEF INCOM COMPOSITE PT ETF SYMBOL PCEF	07/12/11	24 46	26,907 48	10/05/16	22 64	24,907 66	-1,999 62
900	POWERSHARES EXCHAN CEF INCOM COMPOSITE PT ETF SYMBOL PCEF	07/26/10	23 18	20,857 70	10/05/16	22 64	20,379 15	-478 54
3,918.4950	PUTNAM FDS TR CAPITAL SPECTRUM FD CL Y SYMBOL PVSX	04/30/15	38 28	150,000 00	08/11/16	32 68	128,056 42	-21,943 58
	Long Term Subtotal			786,958 69			760,793.46	-26,165.22
Report Total				1,160,948.20			1,135,181.05	-25,767.15

□ = Wash Sale

○ = Replacement Stock Transaction

Realized Gains or Losses	
Short Term	398 07
Long Term	-26,165 22
Term Unknown	0 00
Short Term includes assets held 12 months or less	
Long Term includes assets held longer than 12 months + 1 day	

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Prepared on July 13, 2017