Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 07-01-2016 , and ending 06-30-2017

Name of foundation
Brigham Family Foundation

% Foundation Source

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Foundation Source 501 Silverside Rd

City or town, state or province, country, and ZIP or foreign postal code
Wilmington, DE 198091377

A Employer identification number
45-2457442

B Telephone number (see instructions)
(800) 839-1754

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 4,784,629

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	0			
2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	1,012	1,012		
4	Dividends and interest from securities	65,456	65,456		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	27,644			
b	Gross sales price for all assets on line 6a 2,073,274				
7	Capital gain net income (from Part IV, line 2)		27,644		
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)	-25,072	-5,907		
12	**Total.** Add lines 1 through 11	69,040	88,205		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	21,379	21,379		
17	Interest				
18	Taxes (attach schedule) (see instructions)	3,300			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	114,932	88,764		25,888
24	**Total operating and administrative expenses.** Add lines 13 through 23	139,611	110,143		25,888
25	Contributions, gifts, grants paid	704,000			704,000
26	**Total expenses and disbursements.** Add lines 24 and 25	843,611	110,143		729,888
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-774,571			
b	**Net investment income** (if negative, enter -0-)		0		
c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	128,500	696,218	696,218
3	Accounts receivable ▶ 29,090			
	Less allowance for doubtful accounts ▶		29,090	29,090
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	2,285,452	1,595,828	2,105,657
c	Investments—corporate bonds (attach schedule)	586,736	583,274	574,105
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,324,744	646,451	1,379,559
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,325,432	3,550,861	4,784,629
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	4,325,432	3,550,861	
30	**Total net assets or fund balances** (see instructions)	4,325,432	3,550,861	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,325,432	3,550,861	

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	4,325,432
2	Enter amount from Part I, line 27a	2	-774,571
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,550,861
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,550,861

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)
1 a	Publicly-traded Securities			
b	Passthrough K1 Capital Gain/(Loss)			
c	PRISMA SPECTRUM FUND LTD CLASS F	P	2012-08-29	2017-04-28
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	1,491,470		1,484,950	6,520
b				-60,680
c	581,804		500,000	81,804
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				6,520
b				
c				81,804
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	27,644
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	506,967	5,099,640	0 099412
2014	523,955	5,931,557	0 088333
2013	548,665	6,082,425	0 090205
2012	169,929	5,844,668	0 029074
2011	98,082	3,195,433	0 030694

2	**Total** of line 1, column (d)	2	0 337718
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 067544
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,910,652
5	Multiply line 4 by line 3	5	331,685
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7	Add lines 5 and 6	7	331,685
8	Enter qualifying distributions from Part XII, line 4 , ...	8	729,888

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b		1	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2		3	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	0
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 3,300		
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	3,300
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	3,300
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 100	**Refunded** ▶	11	3,200

Part VII-A **Statements Regarding Activities**

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

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶ Foundation Source Telephone no ▶ (800) 839-1754

Located at ▶ 501 Silverside Road Suite 123 Wilmington DE ZIP+4 ▶ 198091377

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

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?. ☐ Yes ☑ No If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?. . . . ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). . . . ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. . . . ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? . . .	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . . ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53 4945-5(d)*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. . . . ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. . . . *If "Yes" to 6b, file Form 8870*	**6b**		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Anne L Brigham Foundation Source 501 Silverside Rd Wilmington, DE 198091377	VP / Dir 1 0	0	0	0
Ben M Brigham III Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Pres / Dir / Sec 1 0	0	0	0

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

Total number of other employees paid over $50,000. . . . ▶

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
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	
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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,803,504
b	Average of monthly cash balances.	1b	294,013
c	Fair market value of all other assets (see instructions).	1c	1,887,917
d	**Total** (add lines 1a, b, and c).	1d	4,985,434
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	4,985,434
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	74,782
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,910,652
6	**Minimum investment return.** Enter 5% of line 5.	6	245,533

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	245,533
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	0		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	245,533
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	245,533
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	245,533

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	729,888
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	729,888
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	729,888

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					245,533
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.					
b Total for prior years 2014 , 2013 , 2012					
3 Excess distributions carryover, if any, to 2016					
a From 2011.					
b From 2012.					
c From 2013.	67,897				
d From 2014.	232,789				
e From 2015.	251,985				
f **Total** of lines 3a through e.		552,671			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 729,888					
a Applied to 2015, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2016 distributable amount.					245,533
e Remaining amount distributed out of corpus		484,355			
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		1,037,026			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		1,037,026			
10 Analysis of line 9					
a Excess from 2012. . . .					
b Excess from 2013. . . .	67,897				
c Excess from 2014. . . .	232,789				
d Excess from 2015. . . .	251,985				
e Excess from 2016. . . .	484,355				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				704,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	1,012	
4 Dividends and interest from securities. . . .			14	65,456	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	27,644	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a K-1 Inc/Loss	525990	-22,666	14	-5,906	
b Federal Tax Refund			01	3,500	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-22,666		91,706	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 69,040

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2018-04-18	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Jeffrey D Haskell				P01345770
Firm's name ▶ Foundation Source				Firm's EIN ▶
Firm's address ▶ One Hollow Ln Ste 212 Lake Success, NY 11042				Phone no (800) 839-1754

Form 990PF Part XV Line 1a - 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).

Anne L Brıgham
Ben M Brıgham III

Form 990PF Part XV Line 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*				
22KILL 13625 NEUTRON RD DALLAS, TX 75244	N/A	PC	Charitable Event	2,500
ALZHEIMERS DISEASE RESEARCH FOUNDATION - CURE ALZH 34 WASHINGTON ST STE 200 WELLESLEY HILLS, MA 02481	N/A	PC	General & Unrestricted	1,000
AMERICAN GEOSCIENCES INSTITUTE FOUNDATION 4220 KING ST ALEXANDRIA, VA 22302	N/A	PC	Switch Energy Corps Program	25,000
ANTIOCH COMMUNITY CHURCH OF COLLEGE STATION 1803 BRIARCREST DR BRYAN, TX 77802	N/A	PC	General & Unrestricted	500
AUSTIN SHAKESPEARE FESTIVAL CO INC PO BOX 4589 AUSTIN, TX 78765	N/A	PC	Charitable Event	5,000
Total . . . . ▶ **3a**				704,000

Form 990PF Part XV Line 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*				
AYN RAND INSTITUTE THE CENTER FOR THE ADVANCEMENT 2121 ALTON PKWY STE 250 IRVINE, CA 92606	N/A	PC	Free Books to Teachers in Texas Program	200,000
BOY SCOUTS OF AMERICA 12500 N IH 35 AUSTIN, TX 78753	N/A	PC	Tom Wooten Society Initiative	10,000
CATO INSTITUTE 1000 MASSACHUSETTS AVE NW WASHINGTON, DC 20001	N/A	PC	General & Unrestricted	10,000
CENTER FOR THE STUDY OF CARBON DIOXIDE AND GLOBAL 5219 S RESEDA ST GILBERT, AZ 85298	N/A	PC	the website and the CO2 Science newsletter	40,000
COURT APPOINTED SPECIAL ADVOCATES OF TRAVIS COUNTY 7701 N LAMAR BLVD STE 301 AUSTIN, TX 78752	N/A	PC	General & Unrestricted	20,000
Total . . . . ▶ **3a**				704,000

Form 990PF Part XV Line 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*				
COURT APPOINTED SPECIAL ADVOCATES OF TRAVIS COUNTY 7701 N LAMAR BLVD STE 301 AUSTIN, TX 78752	N/A	PC	Charitable Event	25,000
DALLAS FOUNDATION A TX NONPROFIT CORPORATION 3963 MAPLE AVE STE 390 DALLAS, TX 75219	N/A	PC	The Darrell K Royal Research Fund for Alzheimer's Disease	2,000
HELPING HAND HOME FOR CHILDREN 3804 AVE B AUSTIN, TX 78751	N/A	PC	General & Unrestricted	5,000
MANHATTAN INSTITUTE FOR POLICY RESEARCH INC 52 VANDERBILT AVE NEW YORK, NY 10017	N/A	PC	energy and environmental policy initiative	25,000
MANHATTAN INSTITUTE FOR POLICY RESEARCH INC 52 VANDERBILT AVE NEW YORK, NY 10017	N/A	PC	UT Austin Chapter of the Adam Smith Society Initiative	10,000
Total . . . . ▶ **3a**				704,000

Form 990PF Part XV Line 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*				
MOUNTAIN STATES LEGAL FOUNDATION 2596 S LEWIS WAY LAKEWOOD, CO 80227	N/A	PC	General & Unrestricted	10,000
NATIONAL FOOTBALL FOUNDATION AND COLLEGE HALL OF F 433 LAS COLINAS BLVD E STE 1130 IRVING, TX 75039	N/A	PC	DKR Scholarship Fund	2,000
OBJECTIVIST CENTER LTD 800 ROCKMEAD DR STE 200 KINGWOOD, TX 77339	N/A	PC	General & Unrestricted	10,000
SETON HEALTHCARE - SETON FUND OF THE DAUGHTERS OF 1201 W 38TH ST AUSTIN, TX 78705	N/A	PC	The Seton Fund for construction and equipment for Seton's new teaching hospital - Dell Seton Medical Center at The University of Texas	1,000
STUDENTS FOR LIBERTY INCORPORATED 2221 S CLARK ST 12TH FL ARLINGTON, VA 22202	N/A	PC	General & Unrestricted	5,000
Total . . . . ▶ **3a**				704,000

Form 990PF Part XV Line 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*				
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A	PC	General & Unrestricted	50,000
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A	PC	Child Welform Reform Project	100,000
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A	PC	Charitable Event	38,000
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVE AUSTIN, TX 78701	N/A	PC	Capital Campaign	50,000
TEXAS REACH-OUT INC 500 E ST JOHNS AVE RM 220 BOX 1 AUSTIN, TX 78752	N/A	PC	General & Unrestricted	4,000
Total . . . . ▶ **3a**				704,000

Form 990PF Part XV Line 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*				
TEXAS TECH LAW SCHOOL FOUNDATION 1802 HARTFORD ST LUBBOCK, TX 79409	N/A	PC	the FrackNation screening program	2,000
THE AUSTIN STONE COMMUNITY CHURCH 313 E ANDERSON LN BLD 3 STE 100 AUSTIN, TX 78752	N/A	PC	General & Unrestricted	10,000
UNIVERSITY OF TEXAS FOUNDATION PO BOX 250 AUSTIN, TX 78767	N/A	PC	UT System's Archer Center	1,000
WESTLAKE BIBLE CHURCH - AUSTIN RIDGE BIBLE CHURCH 9300 BEE CAVE RD AUSTIN, TX 78733	N/A	PC	General & Unrestricted	20,000
WESTLAKE HILLS PRESBYTERIAN CHURCH 7127 BEE CAVES RD AUSTIN, TX 78746	N/A	PC	General & Unrestricted	10,000
Total . . . . ▶ **3a**				704,000

Form 990PF Part XV Line 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*				
WESTLAKE HYLINE PARENTS ASSOCIATION 4100 WESTBANK DR AUSTIN, TX 78746	N/A	PC	locker room Project	2,500
WONDERS & WORRIES INC 9101 BURNET RD STE 107 AUSTIN, TX 78758	N/A	PC	Charitable Event	2,500
YOUTH AND FAMILY ALLIANCE 3700 S 1ST ST AUSTIN, TX 78704	N/A	PC	LifeWorks Program	5,000
Total . . . . ▶ **3a**				704,000

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TY 2016 Depreciation Schedule

Name: Brigham Family Foundation

EIN: 45-2457442

TY 2016 Investments Corporate Bonds Schedule

Name: Brigham Family Foundation

EIN: 45-2457442

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF AMERICA - 2.600% - 01/	46,023	45,424
BERKSHIRE HATHAWAY INC DEL - 3	59,905	57,933
COMCAST CORP BOND - 3.125% - 0	51,785	51,711
GOLDMAN SACHS GROUP INC - 2.37	40,410	40,178
JPMORGAN CHASE & CO SR NT - 4.	54,591	53,093
ORACLE CORP - 3.625% - 07/15/2	54,833	52,751
PEPSICO INC - 3.600% - 03/01/2	52,974	52,895
PFIZER INC NT - 3.400% - 05/15	53,618	52,262
PRAXAIR INC NT - 2.200% - 08/1	45,819	49,474
THE COCA-COLA COMPANY - 3.150%	26,020	25,983
VERIZON COMMUNICATIONS NOTE -	53,982	51,705
WELLS FARGO - 5.625% - 12/11/2	43,314	40,696

TY 2016 Investments Corporate Stock Schedule

Name: Brigham Family Foundation

EIN: 45-2457442

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACADIA HEALTHCARE CO INC	5,440	5,827
ADOBE SYSTEMS, INC	7,291	8,345
AETNA INC	7,427	27,178
ALKERMES	3,305	4,522
ALLERGAN PLC	20,865	18,718
ALLIANCE DATA SYSTEM CORP	11,406	21,049
ALPHABET INC CL A	3,628	10,226
ALPHABET INC CL C	17,782	32,714
AMAZON COM	15,758	40,656
AMERICAN EXPRESS CO	6,458	7,834
AMERICAN TOWER REIT INC	14,081	16,805
AMERIPRISE FINANCIAL INC	3,094	6,874
AMERISOURCEBERGEN CORP	4,103	8,035
AMETEK INC	3,493	5,996
AMPHENOL CORPORATION	2,631	5,979
ANADARKO PETROLEUM CORP	10,357	7,436
ANSYS INC	3,180	5,719
APPLE INC	10,975	20,307
ASHLAND GLOBAL HOLDINGS	1,543	1,977
AUTOMATIC DATA PROCESSING INC	11,191	20,390
AUTONATION INC	2,912	3,036
AUTOZONE INC	6,674	10,268
BERRY PLASTICS GROUP INC	2,414	8,095
BLACKROCK INC	8,328	15,207
BOEING CO	3,504	9,294
BORG WARNER INC	2,122	2,584
BROWN FORMAN CORP	3,341	5,152
CAPITAL ONE FINANCIAL CORP	7,857	10,741
CARTER'S INC	6,079	5,782
CHECK POINT SOFTWARE TECHNOLOG	2,677	6,545

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHURCH & DWIGHT	3,359	6,744
CIGNA	8,263	10,043
CISCO SYSTEMS INC	9,331	15,494
CITIGROUP INC	11,921	17,723
CITRIX SYSTEMS INC	1,684	2,865
COGNIZANT TECHNOLOGY SOLUTIONS	6,831	13,944
COLGATE-PALMOLIVE COMPANY	8,151	9,192
COMCAST CORP	12,901	22,963
CONCHO RESOURCES INC	2,876	4,010
CROWN HOLDINGS INC	2,895	4,653
CVS CAREMARK CORP	6,867	12,069
DANAHER CORP	11,483	19,157
DELPHI AUTOMOTIVE PLC	4,192	5,259
DICK'S SPORTING GDS	3,114	2,430
DISCOVERY COMMUNICATIONS, INC	3,123	3,025
DOLLAR GENERAL CORP	7,463	11,895
DOLLAR TREE INC	5,027	8,041
EDWARDS LIFESCIENCES	3,035	4,848
ENVISION HEALTHCARE CORP	3,882	3,760
EOG RESOURCES INC	10,985	11,134
EPAM SYSTEMS INC	3,448	8,493
EQT CORPORATION	3,709	2,578
EQUINIX, INC	3,876	9,012
EURONET WORLDWIDE INC	6,816	8,125
EXPRESS SCRIPTS HOLDING CO	9,858	11,491
F M C CP	5,029	6,648
FIDELITY NATIONAL INFORMATION	9,723	19,813
FISERV INC	9,572	31,931
FLEETCOR TECHNOLGIES INC	5,151	4,759
FOOT LOCKER INC N.Y. COM	2,924	4,287

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FORTIVE CORPORATION	6,622	10,326
GENERAL ELECTRIC CO	13,107	16,206
GLOBAL PAYMENTS INC	5,356	8,400
HANESBRANDS INC	5,010	4,238
HCA INC	5,627	7,412
HD SUPPLY HLDGS INC	4,569	4,901
HEALTHSOUTH CP	4,249	7,841
HEXCEL CP DELAWARE	3,217	3,326
HOME DEPOT INC	8,699	17,334
HONEYWELL INTL	13,955	14,529
HUBBELL	4,584	4,640
HUMANA INC	1,638	5,775
IHS MARKIT LTD	3,156	4,228
INT'L FLAVORS & FRAGRANCES INC	3,669	5,535
INTERCONTINENTAL EXCHANGE, INC	2,761	6,922
JAZZ PHARMACEUTICALS INC	4,048	4,043
JOHNSON & JOHNSON	10,499	17,859
JONES LANG LASALLE	3,336	4,000
JP MORGAN CHASE	9,688	22,850
KANSAS CITY SOUTHERN	4,327	5,546
KINDER MORGAN INC	11,695	10,634
LIGAND PHARMACEUTICALS INCORPO	2,267	2,428
LKQ CORPORATION	4,947	5,700
MARRIOTT INTERNATIONAL INC	2,360	6,620
MASCO CORP	3,085	3,171
MATTHEWS PACIFIC TIGER FUND I	91,326	103,109
MCKESSON CORP	9,306	8,227
MEDTRONIC PLC	16,313	18,815
MERCK & CO INC	8,816	12,818
MICROCHIP TECHNOLOGY INC	4,109	10,265

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICROSOFT CORP	12,863	28,606
MOHAWK INDS INC	2,211	6,767
MONSTER BEVERAGE CORP	3,956	11,029
MSCI INC	2,494	3,090
NEXTERA ENERGY, INC	8,576	11,210
NXP SEMICONDUCTORS	3,810	11,054
O'REILLY AUTOMOTIVE INC	4,976	4,375
OMNICOM GROUP	7,355	8,705
ORACLE CORP	12,750	20,808
PARKER HANNIFIN CP	3,662	3,996
PENTAIR INC	4,065	4,525
PEPSICO INC	11,024	15,822
PIONEER NAT RES CO	11,544	10,851
PRAXAIR INC	10,731	13,255
PRUDENTIAL FINCL INC	13,306	16,545
PRUDENTIAL HIGH YIELD FUND, IN	172,950	180,053
PTC INC	6,244	7,607
QUALCOMM INC	17,884	15,682
RED HAT, INC	3,554	3,926
REXNORD CORP	4,913	4,790
RIDGEWORTH FDS SEIX FLOATING R	246,798	244,880
ROPER INDUSTRIES	3,844	7,872
ROSS STORES, INC	4,050	7,620
SBA COMMUNICATIONS CORP	4,069	8,094
SIMON PPTY GROUP INC	8,041	8,735
SKYWORKS SOLUTIONS, INC	1,796	7,868
SPROUTS FARMERS MARKET INC	5,091	5,191
STRYKER CORPORATION	6,867	18,041
TD AMERITRADE HOLDING CORP	3,998	5,331
TE CONNECTIVITY LTD	4,770	6,294

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TELEFLEX INC	2,522	2,701
THERMO FISHER SCIENTIFIC INC	9,310	12,213
TJX COMPANIES INC	4,904	6,856
TRACTOR SUPPLY CO	2,521	3,198
TRANSUNION COM	3,114	3,335
TWEEDY BROWNE GLOBAL VALUE FUN	204,125	213,957
ULTA SALON, COSMETICS & FRAGRA	2,329	4,310
UNION PACIFIC	8,426	11,980
UNITED TECHNOLOGIES CORP	8,112	12,822
UNITEDHEALTH GROUP INC	6,022	21,323
UNIVERSAL HLTH SVC B	4,851	6,470
US BANCORP	11,614	16,874
V F CORP	4,983	7,373
VALVOLINE INC	1,539	1,945
VANTIV INC	3,906	10,894
VISA INC	13,530	21,945
WABTEC	2,778	3,111
WELLS FARGO & CO	12,842	19,837
WEX, INC	2,897	4,275
WHIRLPOOL CORP	4,538	7,282
XILINX INC	3,027	2,959

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TY 2016 Investments - Other Schedule

Name: Brigham Family Foundation

EIN: 45-2457442

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AP ENERGY INFRASTRUCTURE FD LL		646,451	876,609
PERSEUS HOLDINGS USA, LLC			502,950

TY 2016 Other Expenses Schedule

Name: Brigham Family Foundation

EIN: 45-2457442

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	25,838			25,838
Bank Charges	3	3		
K-1 Exp AP ENERGY INFRASTRUCTU	15,069	14,789		
K-1 Exp PERSEUS HOLDINGS USA,	73,972	73,972		
State or Local Filing Fees	50			50

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TY 2016 Other Income Schedule

Name: Brigham Family Foundation

EIN: 45-2457442

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 Inc/Loss AP ENERGY INFRASTRUCTURE FD LLC (FKA	1,438	24,103	
K-1 Inc/Loss PERSEUS HOLDINGS USA, LLC	-30,010	-30,010	
Federal Tax Refund	3,500		

TY 2016 Other Professional Fees Schedule

Name: Brigham Family Foundation

EIN: 45-2457442

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	21,379	21,379		

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TY 2016 Taxes Schedule

Name: Brigham Family Foundation

EIN: 45-2457442

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2017	3,300			