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Return of Private Foundation

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.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

NOV 1, 2016

, and ending

OCT 31, 2017

Name of foundation

JAMES AND LYNELLE HOLDEN FUND

A Employer identification number

38-6052154

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

44943 OAK FOREST DRIVE

Room/suite

B Telephone number

248-798-7406

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

NORTHVILLE, MI 48168

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

\$ 1,872,562.

J Accounting method: ☐ Cash ☐ Accrual☒ Other (specify) MODIFIED CASH

(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).)

	(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			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	7,632.	7,632.		STATEMENT 1
4 Dividends and interest from securities	41,708.	41,708.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	62,500.			
b Gross sales price for all assets on line 6a	338,153.			
7 Capital gain net income (from Part IV, line 2)		62,500.		
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	111,840.	111,840.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	2,055.	1,028.		1,027.
c Other professional fees	54,310.	32,950.		21,360.
17 Interest				
18 Taxes	1,571.	20.		0.
19 Depreciation and depletion				
20 Occupancy	200.	80.		120.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	398.	199.		199.
24 Total operating and administrative expenses. Add lines 13 through 23	58,534.	34,277.		22,706.
25 Contributions, gifts, grants paid	84,500.			84,500.
26 Total expenses and disbursements. Add lines 24 and 25	143,034.	34,277.		107,206.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-31,194.			
b Net investment income (if negative, enter -0-)		77,563.		
c Adjusted net income (if negative, enter -0-)			N/A	

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			
2 Savings and temporary cash investments	144,898.	100,250.	100,250.
3 Accounts receivable 1,360.			
Less: allowance for doubtful accounts	2,718.	1,360.	1,360.
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 7	295,740.	314,050.	604,432.
c Investments - corporate bonds STMT 8	235,907.	139,548.	142,024.
11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation			
12 Investments - mortgage loans			
13 Investments - other STMT 9	685,088.	779,426.	1,024,496.
14 Land, buildings, and equipment basis			
Less: accumulated depreciation			
15 Other assets (describe)			
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,364,351.	1,334,634.	1,872,562.
Liabilities			
17 Accounts payable and accrued expenses	418.	1,895.	
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)	418.	1,895.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here <input type="checkbox"/>			
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 <input checked="" type="checkbox"/>			
and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	1,363,933.	1,332,739.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	1,363,933.	1,332,739.	
31 Total liabilities and net assets/fund balances	1,364,351.	1,334,634.	

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	1,363,933.
2 Enter amount from Part I, line 27a	2	-31,194.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	1,332,739.
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	1,332,739.

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 NET CAPITAL GAINS ON PUBLICLY TRADED				
b SECURITIES		P	VARIOUS	VARIOUS
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 338,153.		275,653.	62,500.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			62,500.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	62,500.
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	109,572.	1,694,448.	.064665
2014	167,394.	1,879,913.	.089043
2013	172,447.	1,983,154.	.086956
2012	187,147.	1,961,289.	.095420
2011	188,128.	2,038,312.	.092296

2 Total of line 1, column (d)	2	.428380
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	.085676
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,748,697.
5 Multiply line 4 by line 3	5	149,821.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	776.
7 Add lines 5 and 6	7	150,597.
8 Enter qualifying distributions from Part XII, line 4	8	107,206.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,551.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,551.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,551.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	960.	
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	960.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	591.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2017 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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? N/A		
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) MI		
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

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?	13	X
Website address ► N/A		
14 The books are in care of ► DANIEL T LIS Telephone no ► 248-798-7406		
Located at ► 44943 OAK FOREST DRIVE, NORTHVILLE, MI ZIP+4 ► 48168		
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?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	X
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? ☐ Yes ☒ No **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 **6b**

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 **7b**

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **X**

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
DANIEL T LIS	PRESIDENT/TREASURER			
44943 OAK FOREST DRIVE				
NORTHVILLE, MI 48168	7.00	12,000.	0.	0.
INGRID O VERNIER	SECRETARY			
44943 OAK FOREST DRIVE				
NORTHVILLE, MI 48168	12.00	14,400.	0.	0.
DONALD J MILLER	TRUSTEE			
44943 OAK FOREST DRIVE				
NORTHVILLE, MI 48168	1.00	12,000.	0.	0.
WILLIAM BUCKLEY	TRUSTEE			
44943 OAK FOREST DRIVE				
NORTHVILLE, MI 48168	4.00	12,000.	0.	0.

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

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
NONE		

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 N/A	
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	1,661,180.
b	Average of monthly cash balances	1b	114,147.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,775,327.
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	1,775,327.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,630.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,748,697.
6	Minimum investment return. Enter 5% of line 5	6	87,435.

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	87,435.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,551.
b	Income tax for 2016. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,551.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	85,884.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	85,884.
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	85,884.

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	107,206.
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	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	107,206.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	107,206.

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				85,884.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2016				
a From 2011	86,212.			
b From 2012	90,303.			
c From 2013	76,773.			
d From 2014	75,908.			
e From 2015	25,785.			
f Total of lines 3a through e	354,981.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$	107,206.			
a Applied to 2015, but not more than line 2a			0.	
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				85,884.
e Remaining amount distributed out of corpus	21,322.			
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:	376,303.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instructions			0.	
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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	86,212.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	290,091.			
10 Analysis of line 9:				
a Excess from 2012	90,303.			
b Excess from 2013	76,773.			
c Excess from 2014	75,908.			
d Excess from 2015	25,785.			
e Excess from 2016	21,322.			

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 513(c)(3) ▶ ☐ 4942(j)(3) or ☐ 4942(j)(5)

		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**

SEE STATEMENT 10

- 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				
BOY SCOUTS OF AMERICA 1776 W. WARREN AVENUE DETROIT, MI 48208	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
CAPUCHIN SOUP KITCHEN 1820 MT. ELLIOTT STREET DETROIT, MI 48207	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
COTS 26 PETERBORO DETROIT, MI 48201-2757	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
CROSSROADS FOR YOUTH BOX 9, 930 E DRAHNER RD OXFORD, MI 48371	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
DETROIT HISTORICAL SOCIETY 5401 WOODWARD AVE DETROIT, MI 48202	NONE	PUBLIC	GENERAL OPERATIONS	3,000.
Total	SEE CONTINUATION SHEET(S)			84,500.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	7,632.		
4 Dividends and interest from securities			14	41,708.		
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	62,500.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		111,840.		0.
13 Total. Add line 12, columns (b), (d), and (e)						111,840.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]


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		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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		

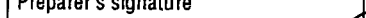
[illegible]

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.		
	 Signature of officer or trustee	11-15-17 Date	PRESIDENT Title

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

Paid Preparer Use Only	Print/Type preparer's name MICHAEL J. PREDHOMME	Preparer's signature 	Date 11/9/17	Check <input type="checkbox"/> if self-employed	PTIN P00011558
	Firm's name ▶ PREDHOMME & CO.			Firm's EIN ▶ 38-2622899	
	Firm's address ▶ 260 E. BROWN STREET, SUITE 320 BIRMINGHAM, MI 48009			Phone no (248) 540-1040	

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
DETROIT INSTITUTE FOR CHILDREN 2075 E. WEST MAPLE, SUITE B203 WALLED LAKE, MI 48390	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
ENNIS CENTER FOR CHILDREN 91 S. TELEGRAPH PONTIAC, MI 48341	NONE	PUBLIC	GENERAL OPERATIONS	3,000.
FORGOTTEN HARVEST 21800 GREENFIELD ROAD OAK PARK, MI 48237	NONE	PUBLIC	GENERAL OPERATIONS	5,000.
LEARNING ALLY, INC 20 ROSZEL ROAD PRINCETON, NJ 08540	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
MARYGROVE COLLEGE INSTITUTE MUSIC AND DANCE 8425 WEST MC NICHOLS RD DETROIT, MI 48221	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
MICHIGAN OPERA THEATRE 1526 BROADWAY DETROIT, MI 48226	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
OLD NEWSBOYS GOODFELLOW FUND P. O. BOX 44444 DETROIT, MI 48244-0444	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
SPECIAL OLYMPICS, MICHIGAN CENTRAL MICHIGAN UNIVERSITY MT PLEASANT, MI 48859	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
THE GREENING OF DETROIT 1418 MICHIGAN AVE DETROIT, MI 48216	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
THE HENRY FORD 20900 OAKWOOD BLVD DEARBORN, MI 48124	NONE	PUBLIC	GENERAL OPERATIONS	3,000.
Total from continuation sheets				72,500.

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
REGENTS OF UNIV OF MICHIGAN - U OF M HEALTH SYSTEM 1500 MEDICAL CENTER DRIVE ANN ARBOR, MI 48109	NONE	PUBLIC	GENERAL OPERATIONS	30,000.
VISTA MARIA 20651 WEST WARREN AVE DEARBORN HEIGHTS, MI 48127	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
DETROIT SYMPHONY ORCHESTRA 3711 WOODWARD AVENUE DETROIT, MI 48201-2757	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
CHRIST CHILD HOUSE 1571 JOY ROAD DETROIT, MI 48228	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
FURNITURE BANK OF SE MICHIGAN 333 N. PERRY PONTIAC, MI 48342	NONE	PUBLIC	GENERAL OPERATIONS	2,500.
ALTERNATIVES FOR GIRLS 903 WEST GRAND BOULEVARD DETROIT, MI 48208	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
YMCA CAMPING SERVICES 1401 BROADWAY SUITE 3A DETROIT, MI 48226	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
STARFISH FAMILY SERVICES 30000 HIVELEY INKSTER, MI 48141	NONE	PUBLIC	GENERAL OPERATIONS	2,000.
Total from continuation sheets				

FORM 990-PF. INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	7,632.	7,632.	
TOTAL TO PART I, LINE 3	7,632.	7,632.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	41,708.	0.	41,708.	41,708.	
TO PART I, LINE 4	41,708.	0.	41,708.	41,708.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	2,055.	1,028.		1,027.
TO FORM 990-PF, PG 1, LN 16B	2,055.	1,028.		1,027.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE FEES	36,000.	20,400.		15,600.
PROFESSIONAL FEES	14,400.	8,640.		5,760.
INVESTMENT FEES	3,910.	3,910.		0.
TO FORM 990-PF, PG 1, LN 16C	54,310.	32,950.		21,360.

FORM 990-PF.	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES-MICHIGAN ANNUAL REPORT	20.	20.		0.
TAXES-FEDERAL EXCISE	1,551.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,571.	20.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES	300.	150.		150.
TRUSTEE MEETINGS	98.	49.		49.
TO FORM 990-PF, PG 1, LN 23	398.	199.		199.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS - SEE STATEMENT ATTACHED	314,050.	604,432.
TOTAL TO FORM 990-PF, PART II, LINE 10B	314,050.	604,432.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE STATEMENT ATTACHED	139,548.	142,024.
TOTAL TO FORM 990-PF, PART II, LINE 10C	139,548.	142,024.

FORM 990-PF.	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - SEE STATEMENT ATTACHED	COST	779,426.	1,024,496.
TOTAL TO FORM 990-PF, PART II, LINE 13		779,426.	1,024,496.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DANIEL T. LIS PRESIDENT
44943 OAK FOREST DRIVE
NORTHVILLE, MI 48168

TELEPHONE NUMBER

248-798-7406

FORM AND CONTENT OF APPLICATIONS

APPLICANTS FOR GRANTS SHOULD SUBMIT REQUESTS IN LETTER OR PROPOSAL FORM
SPECIFYING THE PROPOSED USE OF GRANT FUNDS AND THE BENEFIT TO BE DERIVED

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

N/A

JAMES AND LYNELLE HOLDEN FUND
YEAR ENDED OCTOBER 31, 2017
FORM 990-PF 38-6052154

BALANCE SHEET - ASSETS PART II

	<u>Cost</u>	<u>Market Value</u>
Investments - Corporate Stock		
535 sh Accenture Ltd Cl A	\$ 17,560	\$ 76,163
625 sh Apple, Inc.	9,839	105,650
360 sh Gilead Sciences	25,251	26,986
1,263 sh Intel Corp.	17,719	57,454
527 sh Johnson & Johnson	27,669	73,469
541 sh J P Morgan Chase	26,685	54,430
155 sh Palo Alto Networks, Inc.	25,172	22,816
450 sh Qualcomm	25,438	22,954
2,900 sh Rockwell Medical	25,092	17,574
207 sh United Technologies	9,534	24,790
	<u>\$ 209,959</u>	<u>\$ 482,286</u>
Other Equities		
62 sh ISHARES Core S & P 500 EFT	\$ 14,810	\$ 16,046
1,702 sh ISHARES MSCI Emerging Mkt Index	63,953	78,769
821 sh Blackstone Grp. LP/The Unit	25,328	27,331
	<u>\$ 104,091</u>	<u>\$ 122,146</u>
Line 10b	<u>\$ 314,050</u>	<u>\$ 604,432</u>

JAMES AND LYNELLE HOLDEN FUND
YEAR ENDED OCTOBER 31, 2017
FORM 990-PF 38-6052154

Investments - Corporate Bonds

			<u>Cost</u>	<u>Mkt. Value</u>
5,000 ACE INA Holdings	3.350%	05/03/26	5,031	5,138
5,000 A T & T	3.950%	01/15/25	4,961	5,133
5,000 American Tower	5.000%	02/15/24	5,314	5,516
5,000 BB & T Corp.	3.625%	09/16/25	4,968	5,205
5,000 Caterpillar Financial	2.625%	03/01/23	4,987	5,029
5,000 Charter Comm OPT	4.908%	07/23/15	5,445	5,319
5,000 Comcast Corp	3.150%	03/01/26	4,991	5,033
5,000 Commonwealth Ed	3.100%	11/01/24	4,996	5,055
5,000 Entergy LA	3.120%	09/01/27	4,998	5,029
5,000 Ford Motor Credit	4.389%	01/08/26	5,012	5,233
5,000 Georgia Power Co.	3.250%	03/30/27	4,994	5,018
5,000 Hawaiian Airlines	3.900%	01/15/26	4,139	4,157
5,000 Intl Lease Fincl	5.875%	08/15/22	5,000	5,641
5,000 J.P. Morgan Chase	3.200%	06/15/26	4,998	4,995
5,000 Masco Corp	3.500%	11/15/27	4,995	4,949
5,000 Merck & Co.	2.750%	02/10/25	4,863	4,984
5,000 Microsoft	3.265%	12/15/23	4,975	5,315
5,000 Morgan Stanley	3.750%	02/25/23	5,207	5,228
5,000 Oracle	3.625%	07/15/23	4,946	5,311
5,000 Pacific Gas & Electric	3.500%	06/15/25	5,067	5,106
5,000 PNC Bank	3.250%	10/01/29	4,988	5,091
5,000 Progressive Corp	2.450%	01/15/27	5,015	4,746
5,000 QWEST	6.750%	12/01/21	5,800	5,537
5,000 So. California Gas	2.600%	06/15/26	4,990	4,862
5,000 Spirit Airlines	4.100%	10/01/29	4,515	4,708
5,000 UAL Pass Thru	4.300%	02/15/27	4,418	4,528
5,000 U.S. Bancorp	3.100%	04/27/26	4,945	4,981
5,000 Virginia El & Pwr	3.450%	02/15/24	4,990	5,177
Line 10c			<u>\$ 139,548</u>	<u>\$ 142,024</u>

JAMES AND LYNELLE HOLDEN FUND
YEAR ENDED OCTOBER 31, 2017
FORM 990-PF 38-6052154

Other Investments

	<u>Cost</u>	<u>Market Value</u>
4,231 sh AIG Focused Div. Strategy Fund	55,441	79,592
8,702 sh American Century Equity Income	61,202	83,454
1,835 sh Am Fund Growth Fd of Am	60,003	93,675
9,949 sh Cohen & Steers Low Duration Pfd	101,749	102,172
875 sh First Trust Exchange Traded Fund II	25,085	38,378
1,237 sh Harbor International Fund	71,373	85,534
3,188 sh Janus Henderson Triton	58,095	91,361
5,411 sh Loomis Sayles Growth Fund	54,962	78,348
1,473 sh T Rowe Price Horizons	54,251	81,901
1,213 sh Vanguard Windsor II Admiral	64,936	83,524
638 sh Am. Century Emerging Markets	7,254	7,841
1,176 sh Catalyst Hedged Futures Strategy	10,000	9,835
2,654 sh Dynamic U.S. Opportunity	26,915	32,703
260 sh First Tr Developed Mkt. EX-US ETF	11,871	15,735
256 sh First Tr Exchange Tech Alphasdex ETF	10,644	13,105
479 sh First Tr NASDAQ Tech Dvd. Idx ETF	12,572	16,425
60 sh First Tr NYSE ARCA Biotech Index ETF	6,339	7,264
539 sh First Tr Large Cap Core Alphasdex Fd	24,812	30,195
257 sh First Tr Mid Cap Core Alphasdex Fd	13,726	16,297
280 sh First Tr Small Cap Core Alphasdex Fd	13,752	16,660
639 sh First Tr Value Line Div Index Fd	15,243	19,298
572 sh Goldman Sachs Intl. Small Cap Insights	6,377	7,681
123 sh Proshares Russell 2000 Div Growers ETF	6,418	6,898
124 sh Proshares S & P Mid Cap 400 Aristocrat ETF	6,406	6,620

Line 13

\$ 779,426 \$ 1,024,496

TOTAL ASSETS

\$ 1,233,024 \$ 1,770,972