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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

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
The Leep Foundation Inc

A Employer identification number
26-4818874

Number and street (or P O box number if mail is not delivered to street address)
5201 North Grape Road

Room/suite

B Telephone number (see instructions)
(574) 271-4147

City or town, state or province, country, and ZIP or foreign postal code
Mishawaka, IN 46545

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 change

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 5,385,988

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

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

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)	1,496,100			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	97	97		
	4	Dividends and interest from securities	83,147	83,147		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	201,932			
	b	Gross sales price for all assets on line 6a 2,028,985				
	7	Capital gain net income (from Part IV, line 2)		201,932		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	0	0	0	
	12	**Total.** Add lines 1 through 11	1,781,276	285,176	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	705	176	0	0
	b	Accounting fees (attach schedule)	4,460	1,115	0	0
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	6,041	1,441	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	29,995	29,995	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	41,201	32,727	0	0
	25	Contributions, gifts, grants paid	255,350			255,350
	26	**Total expenses and disbursements.** Add lines 24 and 25	296,551	32,727	0	255,350
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,484,725			
	b	**Net investment income** (if negative, enter -0-)		252,449		
	c	**Adjusted net income**(if negative, enter -0-)			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	End of year	
			(a) Book Value	**(b)** Book Value	**(c)** Fair Market Value
Assets	1	Cash—non-interest-bearing	200,000	342,851	
	2	Savings and temporary cash investments	452,125	192,360	192,360
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	0	0	0
	4	Pledges receivable ▶ 534,151			
		Less allowance for doubtful accounts ▶	332,407	534,151	534,151
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	1,940,054	3,033,934	3,816,523
	c	Investments—corporate bonds (attach schedule)	524,012	843,637	842,954
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0		0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	0	0
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0		0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,448,598	4,946,933	5,385,988
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	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	3,448,598	4,946,933	
	30	**Total net assets or fund balances** (see instructions)	3,448,598	4,946,933	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,448,598	4,946,933	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,448,598
2	Enter amount from Part I, line 27a	2	1,484,725
3	Other increases not included in line 2 (itemize) ▶	3	202,851
4	Add lines 1, 2, and 3	4	5,136,174
5	Decreases not included in line 2 (itemize) ▶	5	189,241
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,946,933

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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	201,932
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	0

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))
2016	155,646	3,224,509	0 048270
2015	74,987	2,022,190	0 037082
2014	42,116	1,271,010	0 033136
2013	71,869	793,388	0 090585
2012	63,202	482,210	0 131067

2	**Total** of line 1, column (d)	2	0 340140
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 068028
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	4,352,355
5	Multiply line 4 by line 3	5	296,082
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,524
7	Add lines 5 and 6	7	298,606
8	Enter qualifying distributions from Part XII, line 4 , ...	8	255,350

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	5,049
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	5,049
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	5,049
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 2,800		
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	11,120
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached		8	50
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	6,021
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 6,021 **Refunded** ▶		11	0

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) ▶IN			
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 2017 or the taxable year beginning in 2017 (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	Yes	

Part VII-A Statements Regarding Activities (continued)

		Line	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 ▶N/A

14 The books are in care of ▶Michael R Leep Sr Telephone no ▶(574) 271-4147

Located at ▶5201 North Grape Road Mishawaka IN ZIP+4 ▶46545

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

		Line	Yes	No
16	At any time during calendar year 2017, 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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ 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 2017 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 2017).*	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 2017?	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**		No
	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?	**6b**		No
	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?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (If not paid, enter -0-)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Michael R Leep Sr 5201 North Grape Road Mishawaka, IN 46545	President, Director 1 000	0	0	0
Thomas C Sopko 5201 North Grape Road Mishawaka, IN 46545	Secretary, Director 1 000	0	0	0
James E Leep 5201 North Grape Road Mishawaka, IN 46545	Director 1 000	0	0	0
Kristin Guernsey-Leep 5201 North Grape Road Mishawaka, IN 46545	Director 1 000	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	**(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
Total number of other employees paid over $50,000. . . . . ▶				

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 . . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,896,711
b	Average of monthly cash balances.	1b	521,924
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	4,418,635
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	
3	Subtract line 2 from line 1d.	3	4,418,635
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	66,280
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,352,355
6	**Minimum investment return.** Enter 5% of line 5.	6	217,618

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	217,618
2a	Tax on investment income for 2017 from Part VI, line 5. 2a 5,049		
b	Income tax for 2017 (This does not include the tax from Part VI). 2b		
c	Add lines 2a and 2b.	2c	5,049
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	212,569
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	212,569
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	212,569

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	255,350
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	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	255,350
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	255,350

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7					212,569
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.				0	
b Total for prior years 20___ , 2014 , 2013			0		
3 Excess distributions carryover, if any, to 2017					
a From 2012.	0				
b From 2013.	28,585				
c From 2014.	0				
d From 2015.	0				
e From 2016.	0				
f **Total** of lines 3a through e.		28,585			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 255,350					
a Applied to 2016, 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 2017 distributable amount.					212,569
e Remaining amount distributed out of corpus		42,781			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*					0
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		71,366			
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.					
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018					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 2012 not applied on line 5 or line 7 (see instructions) . . .		0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a		71,366			
10 Analysis of line 9					
a Excess from 2013. . . .	28,585				
b Excess from 2014. . . .	0				
c Excess from 2015. . . .	0				
d Excess from 2016. . . .	0				
e Excess from 2017. . . .	42,781				

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 2017, 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			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0	0	0		0
b 85% of line 2a	0	0	0		0
c Qualifying distributions from Part XII, line 4 for each year listed	255,350	155,646	0		410,996
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	255,350	155,646	0		410,996
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 e-mail address of the person to whom applications should be addressed

Michael R Leep Sr
5201 N Grape Road
Mishawaka, IN 46545
(574) 271-4147

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

Letters and questionnaires

c Any submission deadlines

No Submission Deadlines

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

No restrictions or limitations on awards

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**				255,350
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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	97	
4 Dividends and interest from securities. . . .			14	83,147	
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	201,932	
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		285,176	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 285,176

(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

******	2018-11-13	******
Signature of officer or trustee	Date	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	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Kenneth Keber				P00240883
Firm's name ▶ CROWE LLP				Firm's EIN ▶35-0921680
Firm's address ▶ 330 E Jefferson Blvd PO Box 7 South Bend, IN 466240007				Phone no (574) 232-3992

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Lake City Bank 1010 ST Box A	P	2017-02-23	2017-11-16
Lake City Bank 1010 LT Box D	P	2014-07-17	2017-11-17
Lake City Bank 1010 LT Capital Gain Distributions	P	2014-01-01	2017-12-22
Merrill Lynch 02183 LT Box D	P	2017-12-05	2017-11-20
Merrill Lynch 02183 LT Box E	P	2010-12-22	2017-11-20
Merrill Lynch 02196 ST Box A	P	2016-08-08	2017-07-25
Merrill Lynch 02196 LT Box D	P	2016-08-08	2017-12-06
Merrill Lynch LT Capital Gain Distributions	P	2014-01-01	2017-12-29
Merrill Lynch 02197 ST Box A	P	2016-08-08	2017-05-22
Merrill Lynch 02197 LT Box D	P	2016-08-08	2017-09-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
111,038		106,905	4,133
419,925		380,890	39,035
10,386			10,386
2,863		726	2,137
96,966		25,969	70,997
51,330		49,937	1,393
21,185		18,839	2,346
40			40
152,518		148,096	4,422
32,169		28,603	3,566

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
		0	4,133
		0	39,035
		0	10,386
		0	2,137
		0	70,997
		0	1,393
		0	2,346
		0	40
		0	4,422
		0	3,566

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Merrill Lynch 02197 LT Capital Gain Distributions	P	2014-01-01	2017-12-27
Merrill Lynch 02199 St Box A	P	2017-03-10	2017-06-05
Merrill Lynch 02199 LT Capital Gain Distributions	P	2014-01-01	2017-12-15
Merrill Lynch 02202 ST Box C	P	2017-08-15	2017-09-29
Merrill Lynch 02202 LT Box F	P	2010-11-22	2017-08-15
Merrill Lynch LT Capital Gain Distributions	P	2014-01-01	2017-12-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,061			5,061
1,063,029		1,042,044	20,985
81			81
28,439		27,624	815
49,522		13,505	36,017
518			518

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
		0	5,061
		0	20,985
		0	81
		0	815
		0	36,017
		0	518

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).

Mıchael R Leep Sr Presıdent
James E Leep Dırector
Krıstın Guernsey-Leep Dırector

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*				
Boys and Girls Club 315 West Jefferson Blvd South Bend, IN 46601	None	PC	Charitable	24,000
Center For The Homeless 813 S Michigan street South Bend, IN 46601	None	PC	Charitable	12,000
Logan Center2505 West Jefferson Blvd South Bend, IN 46615	None	PC	Charitable	24,000
Total . . . . ▶ **3a**				255,350

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*				
Diocese of Norwich Outreach to Haiti Inc 815 Boswell Avenue Norwich, CT 06360	none	PC	Charitable	3,250
Ronald McDonald House Charities PO Box 1274 South Bend, IN 46624	None	PC	Charitable	20,000
Second Helpings Inc 1121 Southeastern Ave Indianapolis, IN 46202	none	PC	Charitable	3,000
Total . . . . ▶ **3a**				255,350

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*				
Young Men's Christian association of Michiana Inc 1201 Northside Blvd South Bend, IN 46615	none	PC	Charitable	20,000
Salvation Army Kroc Center 1250 W 119th St Chicago, IL 60643	None	PC	Charitable	12,500
Buses by the Beach Inc 925 Northland Drive NE Rockford, MI 49341	none	PC	Charitable	4,000
Total . . . . ▶ **3a**				255,350

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*				
Hannahs House410 S Spring St Mishawaka, IN 46546	none	PC	Charitable	17,600
St Joseph County Park Foundation 50651 Laurel Road South Bend, IN 46637	None	PC	Charitable	20,000
Crossroads Rehabilitation Center 4740 Kingsway Drive Indianapolis, IN 46205	none	PC	Charitable	10,000
Total . . . . ▶ 3a				255,350

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*				
Figge Art Museum225 West 2nd Street Davenport, IA 528011804	none	PC	Charitable	25,000
Family Justice Center of St Joseph County Inc 533 N Niles Avenue South Bend, IN 46617	None	PC	Charitable	1,000
Cancer Society of St Joseph County Inc 3516 E Jefferson Blvd South Bend, IN 46615	none	PC	Charitable	1,000
Total . . . . ▶ 3a				255,350

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*				
One Good Deed Incorporated 54658 Edgewater Drive South Bend, IN 46628	none	PC	Charitable	3,000
Martin Luther King Multi-Service Center Indianapolis Inc 40 West 40th Street Indianapolis, IN 46208	none	PC	Charitable	3,000
Habitat for Humanity of St Joseph County Inc 402 East South Street South Bend, IN 46601	none	PC	Charitable	50,000
Total . . . . ▶ **3a**				255,350

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*				
Huntington's Disease Foundation 121 Windmill Hill Salado, TX 76571	none	PC	Charitable	2,000
Total . . . . ▶ 3a				255,350

TY 2017 Accounting Fees Schedule

Name: The Leep Foundation Inc

EIN: 26-4818874

Software ID: 17005876

Software Version: 2017v2.2

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Crowe LLP	4,460	1,115		

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TY 2017 Investments Corporate Bonds Schedule

Name: The Leep Foundation Inc
EIN: 26-4818874
Software ID: 17005876
Software Version: 2017v2.2

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Dodge & Cox Income Fund	55,402	56,267
Ishares 3-7 year treasury bond	15,577	15,270
Ishares Iboxx High Yield Corporate Bond	4,739	4,799
Ishares Tips Bond ETF	10,093	10,039
Ishares US Treasury Bond	27,336	27,488
Loomis Sayles Intermediate Duration Bond Fund	56,660	56,116
Metropolitan West Total Return Bond Fd Cl	0	0
Natixis Intermediate Duration Bond	0	0
Northern Funds Ultra-Short Fixed	56,695	56,584
Oppenheimer Senior Floating Rate	27,115	27,081
Pimco Short Term I	0	0
Powershares EM Sovereign Bond USD	11,933	11,934
Prudential short Term Corporate Bond Fd Inc	0	0
SPDR Blmbrg Brcly High Yield Bond ETF	7,840	7,858
TWC Total Return Bond FD CL I	34,998	35,222
Vanguard Fixed Inc Intrm Invgrdad	55,902	56,121
Vanguard GNMA Adm #536	29,451	29,161
Vanguard High Yield Corp Fund	0	0
Vanguard Intermediate Term Bond	0	0
Vanguard Intermediate-Term Corporate Bond	103,508	103,578

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Vanguard Short Term Bond	25,612	25,391
Vanguard ST Corp Bond Index I	158,256	158,241
Vanguard ST Inv Grade Fund I	159,129	158,379
Vanguard Total Internatl bond ETF	3,391	3,425

TY 2017 Investments Corporate Stock Schedule

Name: The Leep Foundation Inc
EIN: 26-4818874
Software ID: 17005876
Software Version: 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Abbott Labs Com	16,431	23,969
AES Corp	7,540	7,570
Alphabet Inc Class A Common Stock	29,220	37,922
Allegion Plc Shs	7,128	6,524
Alliant Energy Corp	5,784	5,667
Amazon Com Inc	0	0
American Tower Reit	13,869	19,974
Amgen Inc	18,747	21,738
AMN Elec Power Co	5,934	5,886
Apple Inc	23,990	35,539
Andeavor Com	22,317	24,812
Autozone Inc Nevada	0	0
Avalonbay Cmmun Inc REIT	7,959	7,315
Becton Dickison & Co Com	14,469	21,406
Best Buy Co Inc	6,091	7,326
Blackrock Eqty Dividend Fund Instl	20,588	20,447
Blackrock Inc	16,789	25,686
Cabot Oil & Gas Corp	0	0
Cambiar International Equity Fund Investor CL	16,539	17,052
Cheveron Corporation	15,790	23,160
CH Robinson Worldwide Inc New	7,104	7,216
Chubb Ltd	19,759	25,573
Cimarex Energy Co	0	0
Cisco Systems Inc Com	21,514	28,725
Clearbridge Large Cap Growth Fd	0	0
Comerica Inc Com	6,991	7,552
Consolidated Edison Inc	5,975	5,862
Consumer Discretionary SPDR	15,438	18,159
Costco Wholesale Corporation	18,991	23,265
Coty Inc CL A	6,651	7,717

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CVS Health	19,678	16,313
Delaware Emerging Markets Fund Instl CL	12,338	12,641
Delaware Small Cap Core Fund Insl Cl	17,188	18,348
Delta Air Lines Inc Com New	19,626	23,240
Discover Finl Services	0	0
Discovery Communication Inc Series A	0	0
Dollar General Corp	0	0
Dollar Tree Inc	0	0
Dominion Energy Inc	22,771	25,534
Dominion Resources Inc	0	0
Dominion Resources Inc New VA	0	0
Dowdupont Inc	13,893	21,366
DR Horton	5,752	6,639
DTE Energy company	7,623	7,443
Duke Energy Corp New	6,088	5,804
Du Pont EI DE Nemours & Co Com	0	0
Eaton Vance Parametric Emerging Market Institutional	99,528	112,596
Edgewood Growth Fund CL Inst	20,322	21,431
Electronic Arts Inc Del	0	0
Facebook Inc	107,124	148,579
Fifth Third Bancorp	19,177	28,823
Franklin Small Cap Growth	53,126	64,402
Gateway Fund Y	80,000	81,670
General Dynamics Corporation	17,589	25,431
General Motors Co	0	0
Genuine Parts Co	21,319	22,327
Harbor Fund International	0	0
Harding Loevner Intl Equity PT FD Instl CL	14,508	15,080
Health Care Select SPDR	14,111	15,213
Honeywell Intl Inc	12,262	19,170

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Horizon Bancorp Indiana	59,585	169,107
Idexx Lab Inc Del	7,209	7,037
Intl Business Machines Corp IBM	5,993	5,983
Invesco Ltd	5,720	5,810
Ishares Commodities Select Strategy ETF	82,862	87,979
Ishares Iboxx Invt Grade Corp BD	16,848	17,140
Ishares Inc Core Msci Emerging Mkts	21,391	26,800
Ishares MBS	36,126	35,814
Ishares MSCI EAFE	73,057	84,091
Ishares MSCI Japan ETF	6,842	7,311
Ishares Nasdaq Biotech	7,956	7,687
Ishares Russell 1000 Growth	19,575	22,088
Ishares Russell 1000 Value	39,065	42,898
Ishares TR Core MSCI EAF ETF	42,392	43,619
Jacobs Engn Grp Inc Dela	7,105	6,992
Johnson & Johnson	19,768	20,958
JPMorgan Chase & Co Com	132,085	324,135
Keycorp New	0	0
Kimberly Clark	7,309	7,240
Kimco Realty Corp Md	7,186	6,933
Kohls Corp Wisc PV	0	0
Kraft (The) Heinz Co shs	0	0
Lily Eli & Co Com	16,967	19,848
Lowes Companies Inc	19,675	25,559
Mainstay Large Cap Growth Fund Cl	0	0
Materials Select Sector SPDR Fund	7,653	8,535
Medronic PLC	20,123	20,188
MFS Value FD CL	19,071	20,762
MFS International Value Fund I	122,531	148,010
Microsoft Corp Com	23,002	37,894

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Molson Coor Brew Co Cl B	7,065	7,222
Nestle	19,164	22,358
Netapp Inc	6,963	6,749
New Newscorp LLC Shs CL A	3,976	4,620
Nike	26,547	28,148
Nasdaq Omx Grp Inc	0	0
Norfolk Southern Corp Com	0	0
Northern Trust Corp Com	14,572	20,477
Northrop Grumman Corp	16,896	23,018
NRG Energy	6,504	6,921
Oppenheimer Internatl Growth	88,534	104,139
Oppenheimer Int'L Small Company Fund	62,572	81,777
Oracle Corp Com	15,741	18,912
O'Reilly Automotive Inc	6,146	6,976
Patterson Cos Inc	0	0
Pfizer Inc Corp	18,651	20,826
Phillip Morris Int Inc	7,127	7,290
Phillips 66	13,355	17,701
Pinnacle West Cap Corp	0	0
Pioneer Strategi Income Fd Cl y	0	0
PNC Fincl services group	0	0
Powershares Preferred Portfolio	3,260	3,239
Proctor & Gamble Company	20,270	25,267
Public Storage	0	0
Pulte Group	4,679	6,351
Qualcomm Inc Com	0	0
Ralph Lauren Corp	7,232	7,569
Raytheon Co Delaware New	5,656	5,823
Real Estate Select Sector Spdr Fd	9,812	10,014
Realty Incm Crp Md PV$1 Reit	5,683	5,873

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Republic services inc	0	0
Rockwell Automation Inc	7,755	7,854
Rockwell Collins Inc	0	0
Rowe T Price Mid C Fd Cl I	0	0
Salesforce Com Inc	40,190	44,981
Schein (Henry) Inc	0	0
Schlumberger LTD	0	0
Sector SPDR Consmrs STPL	15,242	15,872
Sector SPDR Energy	5,001	5,202
Sector SPDR Industrial	19,789	24,366
Sector SPDR Utilities	6,367	6,585
Sempra Energy	6,009	5,453
Simon Property Group Del REIT	7,351	7,728
Spdr S&P Insurance	3,792	4,329
SPDR US Financial Sector	100,560	106,545
Starbucks Corp	20,201	21,249
Suncor Energy Inc New	17,784	23,868
Texas Instruments Inc	28,199	34,779
The Oakmark Intl Fund	26,570	29,370
Tractor Supply Co	0	0
T Rowe Price Emerging Markets Stock FD Retail	42,028	44,585
T Rowe Price Mid C Fd Cl	55,556	61,471
United Health Group Inc	11,613	22,046
United Technologies Corp Com	14,259	19,774
US Bancorp Del Com New	26,825	30,809
Vaneck Vectors JP Morgan EM Local Curr	4,893	5,049
Vanguard Financials ETF	15,067	18,701
Vanguard Information Tech ETF	27,340	35,582
Vanguard REIT ETF Viper	75,591	75,097
Vanguard Short-Term Treasury ETF	11,895	11,814

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Vanguard Small Cap Value Index Fund	84,150	100,396
Vanguard Telecomm Services ETF	0	0
Ventas	0	0
Verizon Communications	19,068	21,701
Vertex Pharmctls Inc	7,065	7,343
VF Corporation	20,913	23,680
Victory Sycamore Established Value Fund Class I	84,020	98,076
Visa Inc	19,940	29,075
Vulcan Materials Co	0	0
Walgreens Boots Alliance Inc	0	0
Walt Disney Company	22,009	24,189
Waste Management Inc New	7,135	7,508
Waters Corp	0	0
Wells Fargo & Co New Com	7,204	7,766
Westrock Company	12,029	19,911
Xcel Energy Inc	5,882	5,725
Zillow Group	0	0
Zimmer Biomet Holding Inc	0	0
3m Company	21,510	28,244

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491317014878

TY 2017 Legal Fees Schedule

Name: The Leep Foundation Inc

EIN: 26-4818874

Software ID: 17005876

Software Version: 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	705	176		

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491317014878

TY 2017 Other Decreases Schedule

Name: The Leep Foundation Inc

EIN: 26-4818874

Software ID: 17005876

Software Version: 2017v2.2

Description	Amount
Prior Year Income posted after year end	430
Unrealized Gain	188,811

TY 2017 Other Expenses Schedule

Name: The Leep Foundation Inc

EIN: 26-4818874

Software ID: 17005876

Software Version: 2017v2.2

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Fees- Lake City Bank	19,492	19,492		
Investment Fees- Merrill Lynch 02196	3,926	3,926		
Investment Fees- Merrill Lynch 02197	3,209	3,209		
Investment Fees- Merrill Lynch 02199	2,433	2,433		
Bank Fees	482	482		
Investment Fees-Merrill Lynch 02202	393	393		
Wire Fee	60	60		

TY 2017 Other Increases Schedule

Name: The Leep Foundation Inc

EIN: 26-4818874

Software ID: 17005876

Software Version: 2017v2.2

Description	Amount
Current year income posted after year end	746
Change in contribution receivable	201,744
Basis adjustment	361

TY 2017 Substantial Contributors Schedule

Name: The Leep Foundation Inc

EIN: 26-4818874

Software ID: 17005876

Software Version: 2017v2.2

Name	Address
Mike Leep Sr	5201 North Grape Road Mishawaka, IN 46545

TY 2017 Taxes Schedule

Name: The Leep Foundation Inc

EIN: 26-4818874

Software ID: 17005876

Software Version: 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax Paid	1,441	1,441		
Taxes Paid	4,600			

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2017

Name of the organization	Employer identification number
The Leep Foundation Inc	26-4818874

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
The Leep Foundation Inc

Employer identification number
26-4818874

Part I **Contributors** (See Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	See Additional Data Table	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Name of organization	Employer identification number
The Leep Foundation Inc	26-4818874

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
17	2,771 shares of JP Morgan Chase Stock	$ 297,539	2017-12-31

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization	**Employer identification number**
The Leep Foundation Inc	26-4818874

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID: 17005876
Software Version: 2017v2.2
EIN: 26-4818874
Name: The Leep Foundation Inc

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Gurley Leep Buick GMC Cadillac 5201 North Grape Road Mishawaka, IN 46545	$ 20,874	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
2	Capital Imports LLC DBA Capital Honda 5201 North Grape Road Mishawaka, IN 46545	$ 20,074	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
3	HS&S Automotive LLC 5201 North Grape Road Mishawaka, IN 46545	$ 24,570	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
4	Gurley Leep Ford LLC 5201 North Grape Road Mishawaka, IN 46545	$ 24,033	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
5	Gurley Leep Imports LLC 5201 North Grape Road Mishawaka, IN 46545	$ 31,248	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
6	Gurley Leep Imports LLC 5201 North Grape Road Mishawaka, IN 46545	$ 17,271	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	US 31 Imports LLC 5201 North Grape Road Mishawaka, IN46545	$ 18,155	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
8	Quad Cities Automotive Group LLC 5201 North Grape Road Mishawaka, IN46545	$ 99,805	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
9	DM Hon LLC 5201 North Grape Road Mishawaka, IN46545	$ 66,445	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
10	Leep TQC LLC 5201 North Grape Road Mishawaka, IN46545	$ 33,830	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
11	Team Chevrolet Inc 5201 North Grape Road Mishawaka, IN46545	$ 29,794	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
12	US 30 Hon LLC 5201 North Grape Road Mishawaka, IN46545	$ 53,907	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	Team Toyota 5201 North Grape Road Mishawaka, IN46545	$ 53,243	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
14	Gurley-Leep Automotive Sales LLP 5201 North Grape Road Mishawaka, IN46545	$ 41,546	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
15	Gurley Leep Oldsmobile Cadillac Inc 5201 North Grape Road Mishawaka, IN46545	$ 29,719	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
16	Leep Enterprises 5201 North Grape Road Mishawaka, IN46545	$ 50,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
17	Mike Leep Sr 5201 North Grape Road Mishawaka, IN46545	$ 643,773	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contribution)