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Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

► Do not enter social security numbers on this form as it may be made public.
► Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation DAVID & CAROL MYERS FOUNDATION		A Employer identification number 38-2884733
Number and street (or P.O. box number if mail is not delivered to street address) 109 WEST 12TH STREET	Room/suite	B Telephone number (see instructions) 616-396-1435
City or town, state or province, country, and ZIP or foreign postal code HOLLAND MI 49423		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 60,966,818	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,083,659	1,083,659		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	331,497			
b	Gross sales price for all assets on line 6a 6,527,672				
7	Capital gain net income (from Part IV, line 2)		331,497		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 1	5,262,592	5,262,592		
12	Total. Add lines 1 through 11	6,677,748	6,677,748	0	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) STMT 2	125,730	125,730		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 3	79,500			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) STMT 4	252,000	251,980		20
24	Total operating and administrative expenses Add lines 13 through 23	457,230	377,710	0	20
25	Contributions, gifts, grants paid	2,583,019			2,583,019
26	Total expenses and disbursements. Add lines 24 and 25	3,040,249	377,710	0	2,583,039
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	3,637,499			
b	Net investment income (if negative, enter -0-)		6,300,038		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2017)

620

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	649,304	185,425	185,425
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 5	47,207,727	51,307,172	60,781,393
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	47,857,031	51,492,597	60,966,818
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	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	47,857,031	51,492,597	
	30 Total net assets or fund balances (see instructions)	47,857,031	51,492,597	
	31 Total liabilities and net assets/fund balances (see instructions)	47,857,031	51,492,597	

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	47,857,031
2 Enter amount from Part I, line 27a	2	3,637,499
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	51,494,530
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	1,933
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	51,492,597

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 WORKSHEET			
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			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	331,497
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	901,694

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))
2016	2,809,102	52,848,912	0.053153
2015	2,667,960	50,149,968	0.053200
2014	2,459,208	43,453,187	0.056594
2013	1,868,375	36,665,047	0.050958
2012	1,475,720	31,779,867	0.046436

2 Total of line 1, column (d)	2	0.260341
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.052068
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	58,807,043
5 Multiply line 4 by line 3	5	3,061,965
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	63,000
7 Add lines 5 and 6	7	3,124,965
8 Enter qualifying distributions from Part XII, line 4 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	8	2,583,039

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	126,001
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	126,001
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	126,001
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	77,509
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	18,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	95,509
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	30,492
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 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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 the 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> 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 2017 or the taxable year beginning in 2017? See instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

11/15 INT

778

FTP

914 TOT

32,184

Form 990-PF (2017)

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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► CAROL MYERS 109 WEST 12TH STREET Located at ► HOLLAND MI ZIP+4 ► 49423 Telephone no ► 616-396-1435		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – check here and enter the amount of tax-exempt interest received or accrued during the year	15	
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" 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 Organizations relying on a current notice regarding disaster assistance, check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	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 2017?		4b X

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A <input type="checkbox"/>	5b		
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A <input type="checkbox"/>	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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
CAROL MYERS 109 WEST 12TH ST. MI 49423	PRESIDENT 0 00	0	0	0
DAVID MYERS 109 WEST 12TH ST MI 49423	VICE PRES 0.00	0	0	0
SCOTT KLING 240 EAST 8TH STREET MI 49423	DIRECTOR 0.00	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
NONE				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services.** See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	55,648,160
b	Average of monthly cash balances	1b	304,422
c	Fair market value of all other assets (see instructions)	1c	3,750,000
d	Total (add lines 1a, b, and c)	1d	59,702,582
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	59,702,582
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	895,539
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	58,807,043
6	Minimum investment return. Enter 5% of line 5	6	2,940,352

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	2,940,352
2a	Tax on investment income for 2017 from Part VI, line 5	2a	126,001
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	126,001
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,814,351
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,814,351
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	2,814,351

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	2,583,039
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,583,039
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,583,039

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				2,814,351
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015			1,040	
e From 2016			305,550	
f Total of lines 3a through e	306,590			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 2,583,039				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2017 distributable amount				2,583,039
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	231,312			231,312
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	75,278			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount – see instructions				
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)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	75,278			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016			75,278	
e Excess from 2017				

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year SEE ATTACHED				2,583,019
Total			▶ 3a	2,583,019
b Approved for future payment N/A				
Total			▶ 3b	

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2017
For calendar year 2017, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

DAVID & CAROL MYERS FOUNDATION

38-2884733

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) .88 SHS ABBOTT LABORATORIES	P	01/04/17	01/06/17
(2) 200 SHS CVS CORP	P	11/10/16	11/09/17
(3) 4000 SHS NEW YORK REIT INC	P	04/20/17	08/22/17
(4) 700 SHS TARGET	P	06/09/16	04/20/17
(5) 500 SHS ABBVIE	P	03/22/13	09/22/17
(6) 200 SHS APPLE INC	P	08/08/11	04/24/17
(7) 100 SHS APPLE INC	P	08/08/11	11/06/17
(8) 300 SHS CVS	P	05/23/16	11/09/17
(9) 400 SHS DUPONT FABROS TECH	P	05/23/13	08/22/17
(10) 700 SHS GENERAL MOTORS	P	07/15/15	01/31/17
(11) 500 SHS METLIFE INC	P	10/01/14	01/31/17
(12) 800 SHS SCANA CORP	P	05/02/14	04/20/17
(13) GOLDMAN SACHS FINANCIAL SQUARE	P	VARIOUS	VARIOUS
(14) WMCB MONEY MARKET SWEEP	P	VARIOUS	VARIOUS
(15) 500 SHS ATT	P	09/02/10	08/22/17

(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)
(1) 35		35	
(2) 13,822		15,406	-1,584
(3) 32,640		38,640	-6,000
(4) 37,949		47,002	-9,053
(5) 43,712		19,259	24,453
(6) 28,745		10,326	18,419
(7) 17,463		5,163	12,300
(8) 20,733		29,667	-8,934
(9) 25,349		10,304	15,045
(10) 25,488		22,204	3,284
(11) 26,997		26,587	410
(12) 52,779		42,330	10,449
(13) 2,180,567		2,180,567	
(14) 133,257		133,257	
(15) 18,877		13,724	5,153

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			
(2)			-1,584
(3)			-6,000
(4)			-9,053
(5)			24,453
(6)			18,419
(7)			12,300
(8)			-8,934
(9)			15,045
(10)			3,284
(11)			410
(12)			10,449
(13)			
(14)			
(15)			5,153

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2017
For calendar year 2017, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

DAVID & CAROL MYERS FOUNDATION

38-2884733

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 600 SHS GLAXOSMITHKLINE PLC	P	07/13/07	10/09/17
(2) GOLDMAN SACHS FINANCIAL SQUARE	P	VARIOUS	VARIOUS
(3) 1100 SHS ST. JUDE MEDICAL	P	01/31/08	01/04/17
(4) WMCB MONEY MARKET SWEEP	P	VARIOUS	VARIOUS
(5) 200 SHS CVS	P	11/10/16	11/09/17
(6) 4000 SHS NEW YORK REIT INC	P	04/20/17	08/22/17
(7) 700 SHS TARGET CORP	P	01/31/17	04/20/17
(8) 500 SHS ABBVIE INC	P	03/22/13	09/22/17
(9) 200 SHS APPLE INC	P	08/08/11	04/24/17
(10) 100 SHS APPLE	P	08/08/11	11/06/17
(11) 300 SHS CVS CORP	P	05/23/16	11/09/17
(12) 400 SHS DUPONT FABROS TECH	P	08/22/17	05/23/13
(13) 700 SHS GENERAL MTRS	P	07/15/15	01/31/17
(14) 500 SHS METLIFE INC	P	10/01/14	01/31/17
(15) 800 SHS SCANA CORP	P	05/02/14	04/20/17

(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)
(1) 24,331		31,734	-7,403
(2) 902,327		902,327	
(3) 89,158		49,440	39,718
(4) 111,786		111,786	
(5) 13,822		15,406	-1,584
(6) 32,640		38,640	-6,000
(7) 37,949		47,002	-9,053
(8) 43,712		19,259	24,453
(9) 28,745		10,326	18,419
(10) 17,463		5,163	12,300
(11) 20,733		29,667	-8,934
(12) 25,349		10,304	15,045
(13) 25,488		22,204	3,284
(14) 26,997		26,587	410
(15) 52,779		42,330	10,449

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			-7,403
(2)			
(3)			39,718
(4)			
(5)			-1,584
(6)			-6,000
(7)			-9,053
(8)			24,453
(9)			18,419
(10)			12,300
(11)			-8,934
(12)			15,045
(13)			3,284
(14)			410
(15)			10,449

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2017
For calendar year 2017, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

DAVID & CAROL MYERS FOUNDATION

38-2884733

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) WMCB MONEY SWEEP	P	VARIOUS	VARIOUS
(2) 500 SHS AT&T INC	P	09/02/10	08/22/17
(3) 600 SHS GLAXOSMITHLINE PLC	P	07/13/07	10/09/17
(4) WMCB MONEY MARKET SWEEP	P	VARIOUS	VARIOUS
(5) FROM 1099'S	P		
(6) 621882 SHS ACCIO ENERGY	P	12/15/10	11/08/17
(7) TIFF SHORT TERM FUNDS	P	VARIOUS	VARIOUS
(8) TIFF MULTI ASSETS FUND	P	VARIOUS	VARIOUS
(9) FROM K-1'S	P		
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 133,257		133,257	
(2) 18,877		13,724	5,153
(3) 24,331		31,734	-7,403
(4) 111,785		111,785	
(5) 213,866			213,866
(6)		1,003,507	-1,003,507
(7) 945,000		945,522	-522
(8) 48,419			48,419
(9) 920,445			920,445
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			
(2)			5,153
(3)			-7,403
(4)			
(5)			213,866
(6)			-1,003,507
(7)			-522
(8)			48,419
(9)			920,445
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

38-2884733

Federal Statements

FYE: 12/31/2017

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
ORD. INC. FROM K-1'S INVEST.			
	\$ 836,354	\$ 836,354	\$
MISC INCOME	11,998	11,998	
ROYALTIES	4,414,240	4,414,240	
TOTAL	\$ 5,262,592	\$ 5,262,592	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT MANAGEMENT FEES	\$ 125,730	\$ 125,730	\$	\$
TOTAL	\$ 125,730	\$ 125,730	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL EXCISE TAXES	\$ 79,500	\$	\$	\$
TOTAL	\$ 79,500	\$ 0	\$ 0	\$ 0

38-2884733

Federal Statements

FYE: 12/31/2017

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$	\$	\$	\$
EXPENSES				
K-1 DEDUCTIONS RELATED				
TO PORTFOLIO INCOME K-1				
	250,980	250,980		
STATE FILING FEE	20			20
MISC PUBLISHING	1,000	1,000		
TOTAL	\$ 252,000	\$ 251,980	\$ 0	\$ 20

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GREEN CAY EMERGING EQUITIES	\$ 2,000,000	\$ 2,000,000	COST	\$
HYDRATION TECH	426,122	426,122	COST	
QUELLOS PRIVATE CAPITAL	672,429	672,429	COST	23,918
LVM CAPITAL MANAGEMENT	300,000	300,000	COST	1,566,264
ACCIO ENERGY	500,000		COST	
CASTLE CREEK	218,962	218,962	COST	
SMITH ASSOC FINANCIAL FUND	536,275	717,211	COST	1,217,368
NORTH COAST TECH	156,035	155,623	COST	
UPL INVESTORS	378,995		COST	
UTILITY PIPELINE	37,958	107,589	COST	133,000
OPPENHEIMER PRIVATE EQUITY 1	401,579	366,412	COST	375,962
OPPENHEIMER PRIVATE EQUITY CO-INV	690,895	674,708	COST	196,988
OPPENHEIMER GLOBAL RESOURCE	542,745	542,745	COST	541,826
TIFF SECONDARY PARTNERS	642,725	549,685	COST	692,315
TIFF V	335,705	452,833	COST	570,332

38-2884733

Federal Statements

FYE: 12/31/2017

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments (continued)

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
TIFF V INTERNATIONAL	\$ 274,090	\$ 216,863	COST	\$ 273,134
TIFF PRIVATE EQUITY 2005	433,451	388,698	COST	489,556
TIFF PRIVATE EQUITY 2007	455,811	397,359	COST	500,464
TIFF PRIVATE EQUITY 2009	365,381	296,592	COST	373,550
TIFF SECONDARY PARTNERS II	149,158	82,354	COST	103,723
TIFF REALTY FUND	309,384	152,915	COST	192,593
TIFF SPECIAL OPPORTUNITIES	900,401	682,946	COST	860,154
TIFF SPECIAL OPPORT FUND II		574,646	COST	723,752
OPECI AIV I LP	159,732		COST	
BRIDGE STREET	307,814	304,601	COST	360,000
BEEKEN PETTY FUND II	374,836	363,200	COST	267,941
HEALTH EQUITY PARTNERS	6,535	4,281	COST	4,281
BEEKEN PETTY FUND III	832,347	290,642	COST	476,982
LAKESHORE ADVTG	61,924	41,383	COST	87,000
TIFF MULTI ASSETS FUND	3,321,289	2,643,207	COST	2,643,207
SHASTA GOLD	125,000	125,000	COST	
NCTI III	1,740,628	2,053,685	COST	1,999,334
STOCKS AND BONDS	29,549,521	35,504,481	COST	46,107,749
TOTAL	\$ <u>47,207,727</u>	\$ <u>51,307,172</u>		\$ <u>60,781,393</u>

Statement 6 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
EXPENSES ON BOOKS NOT ON TAX RETURN FROM K-1S	\$ <u>1,933</u>
TOTAL	\$ <u>1,933</u>