






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

Name of foundation BARSTOW FOUNDATION		A Employer identification number 38-6151026	
Number and street (or P.O. box number if mail is not delivered to street address) CO 715 EAST MAIN ST PO BOX 2049 Roo		Room/suite	B Telephone number (see instructions) (989) 839-5305
City or town, state or province, country, and ZIP or foreign postal code MIDLAND, MI 48640		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) \$ 11,418,022	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,413	1,413		
	4 Dividends and interest from securities	345,829	345,829		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	201,597			
	b Gross sales price for all assets on line 6a _____ 403,340				
	7 Capital gain net income (from Part IV, line 2)		201,597		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) 	604	604		
	12 Total. Add lines 1 through 11	549,443	549,443		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) 	3,225	3,225		
	c Other professional fees (attach schedule) 	34,549	34,549		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	8,930	961		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	46,704	38,735		0
	25 Contributions, gifts, grants paid	426,000			426,000
	26 Total expenses and disbursements. Add lines 24 and 25	472,704	38,735		426,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	76,739			
	b Net investment income (if negative, enter -0-)		510,708		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	14,008	98,213	98,213		
	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 (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	2,104,082	2,096,425	11,299,796		
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	22,502	22,693	20,013		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,140,592	2,217,331	11,418,022			
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			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	2,140,592	2,217,331			
30	Total net assets or fund balances (see instructions)	2,140,592	2,217,331				
31	Total liabilities and net assets/fund balances (see instructions) .	2,140,592	2,217,331				

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	2,140,592
2	Enter amount from Part I, line 27a	2	76,739
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,217,331
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	2,217,331

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICALLY TRADED SECURITIES			
b CAPTIAL GAIN PASSED THROUGH BLACKSTONE GROUP LP			
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 402,573		201,743	200,830
b 763			763
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			200,830
b			763
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	201,597
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	413,102	8,681,065	000 047587
2015	417,416	8,390,095	000 049751
2014	313,000	8,555,668	000 036584
2013	291,699	6,446,185	000 045251
2012	290,920	5,826,226	000 049933
2 Total of line 1, column (d)			2 000 229106
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			3 000 045821
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 10,638,344
5 Multiply line 4 by line 3			5 487,460
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,107
7 Add lines 5 and 6			7 492,567
8 Enter qualifying distributions from Part XII, line 4			8 426,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	10,214
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	10,214
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	10,214
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	5,600
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	5,600
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	4,614
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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
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 <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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
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? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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? Website address N/A	13	Yes	
14	The books are in care of TRUST DEPARTMENT CHEMICAL BANK Telephone no (989) 839-8305			

Located at **715 E MAIN STREET PO BOX 2049 MIDLAND MI**ZIP+4 **48640**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> 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 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 ▶	16	Yes	No

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)? <input type="checkbox"/> 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? <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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))? <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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	5b		
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? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) 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 N/A	0
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	10,609,505
b	Average of monthly cash balances.	1b	190,844
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,800,349
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	10,800,349
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	162,005
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	10,638,344
6	Minimum investment return. Enter 5% of line 5.	6	531,917

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	531,917
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	10,214
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,214
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	521,703
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	521,703
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	521,703

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	426,000
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	426,000
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	426,000

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				521,703
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			425,578	
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.				
e From 2016.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 426,000				
a Applied to 2016, but not more than line 2a			425,578	
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.				422
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))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				521,281
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				
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) NONE	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest NONE	
◀ ▶	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> 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 JOHN E KESSLER CHEMICAL BANK 715 E MAIN STREET MIDLAND, MI 48640 (989) 839-5305	
b The form in which applications should be submitted and information and materials they should include LETTER WITH ACCOMPANYING BROCHURES OR PAMPHLETS IF AVAILABLE	
c Any submission deadlines JULY 31, ANNUALLY - TRUSTEES MEET ANNUALLY TO CONSIDER GRANT REQUESTS	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NO GRANTS TO INDIVIDUALS OR RESEARCH PROGRAMS NO LOANS PERMITTED	

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	426,000
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

[illegible]

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

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?		Yes	No
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.		
	***** Signature of officer or trustee	2018-05-10 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 <input type="checkbox"/>	PTIN
	RAMON F ROLF JR		2018-05-07		
	Firm's name ▶ CHALGIAN & TRIPP LAW OFFICES PLLC				Firm's EIN ▶
Firm's address ▶ 5820 EASTMAN AVENUE MIDLAND, MI 48640					Phone no (989) 423-1200

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation


(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DAVID O BARSTOW 221 HOLLAND DRIVE BLACK MOUNTAIN, NC 28711	CO-CHAIR 002 00	0		
WILLIAM R DIXON 2656 BRIDGEWAY STE 201 SAUSALITO, CA 94965	CO-CHAIR 002 00	0		
JOHN E KESSLER 715 E MAIN STREET MIDLAND, MI 48640	SECRETARY 002 00	0		
ROBERT G BARSTOW 10600 PLUMEWOOD DRIVE AUSTIN, TX 78750	TRUSTEE 001 00	0		
JOHN C BARSTOW 7454 SPICEWOOD SPRINGS AUSTIN, TX 78759	TRUSTEE 001 00	0		
DAPHNE BARSTOW-BEVILL 1901 MONUMENT CANYON DR GRAND JUNCTION, CO 81507	TRUSTEE 001 00	0		
MARVIN BARSTOW 1719 EAST MULBERRY FORT COLLINS, CO 81524	TRUSTEE 001 00	0		

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
EASTER SEALS INC 233 S WACKER DRIVE STE 2400 CHICAGO, IL 60606	NONE	PC	UNRESTRICTED	3,000
CHRISTMAS FOR ALL INCPO BOX 6200 COEUR DALENE, ID 83816	NONE	PC	UNRESTRICTED	2,000
ASHEVILLE BUNCOMBE COMM CHRSTN MNSTRY 20 TWENTIETH STREET ASHEVILLE, NC 28806	NONE	PC	VET REST QTRS-CUL SCH	4,000
CAREPO BOX 7039 MERRIFIELD, VA 22116	NONE	PC	UNRESTRICTED	25,571
UNICEF125 MAIDEN LANE NEW YORK, NY 10038	NONE	PC	UNRESTRICTED	25,570
Total ► 3a				426,000


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CENTER FOR DOMESTIC PEACE 734 A STREET SAN RAFAEL, CA 94901	NONE	PC	UNRESTRICTED	3,000
SWANNANOVA VALLEY CHRISTIAN MINISTRY 101 N RIDGEWAY AVE BLACK MOUNTAIN, NC 28711	NONE	PC	UNRESTRICTED	20,000
HOSPICE OF AUSTIN 4107 SPICEWOOD SP RD STE 100 AUSTIN, TX 78759	NONE	PC	UNRESTRICTED	54,500
GREATER BOSTON FOOD BANK 70 SOUTH BAY AVENUE BOSTON, MA 02118	NONE	PC	UNRESTRICTED	6,000
FOOD BANK OF EASTERN MICHIGAN 2312 LAPEER ROAD FLINT, MI 48503	NONE	PC	UNRESTRICTED	6,000
Total 				426,000
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
NASHUA SOUP KITCHEN & SHELTER INC 42 CHESTNUT STREET NASHUA, NH 03061	NONE	PC	UNRESTRICTED	6,000
RICHMOND EMERGENCY FOOD PANTRY PO BOX 2598 EL CERRITO, CA 94530	NONE	PC	UNRESTRICTED	6,000
FEEDING AMERICA 35 EAST WACKER DR STE 2000 CHICAGO, IL 60601	NONE	PC	UNRESTRICTED	7,000
THE SALVATION ARMY 1765 W GOLF COURSE ROAD COEUR DALENE, ID 83816	NONE	PC	UNRESTRICTED	5,000
CREATIVE 360 INC 1517 BAYLISS STREET MIDLAND, MI 48640	NONE	PC	UNRESTRICTED	5,000
Total ▶ 3a				426,000


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CAN DO MULTIPLE SCLEROSIS 100 W BEAVER CREEK BLVD STE 200 AVON, CO 81620	NONE	PC	SCHWEITZER CAMPAIGN	4,000
FRIENDS OF THE JAMES RIVER PARK PO BOX 4453 RICHMOND, VA 23220	NONE	PC	UNRESTRICTED	1,000
XERODERMA PIGMENTOSUM SOCIETY INC 437 SNYDERTOWN ROAD CRARYVILLE, NY 12521	NONE	PC	UNRESTRICTED	3,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FL NEW YORK, NY 100015004	NONE	PC	UNRESTRICTED	12,000
COLORADO RIVER ALLIANCE PO BOX 50029 AUSTIN, TX 78763	NONE	PC	UNRESTRICTED	7,500
Total 				426,000
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CAMP KESEMPO BOX 452 CULVER CITY, CA 90232	NONE	PC	EUGENE OR CHAPTER	1,500
THE MILO FOUNDATIONPO BOX 6625 ALBANY, CA 94706	NONE	PC	UNRESTRICTED	5,000
EOS INTERNATIONALPO BOX 4638 SAINT PAUL, MN 55104	NONE	PC	UNRESTRICTED	5,000
MCBACKPACK INC4418 TRAVIS ROAD FORT COLLINS, CO 80524	NONE	PC	UNRESTRICTED	31,000
EXPANSION INTERNATIONAL 13176 PERSIMMON LANE STE 110 BOISE, ID 83713	NONE	PC	UNRESTRICTED	15,500
Total ▶ 3a				426,000


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CHILDREN'S VILLAGE FOUNDATION INC 1350 W HANLEY COEUR DALENE, ID 83815	NONE	PC	UNRESTRICTED	5,000
BRAKES 7140 WEDDINGTON RD NW STE 120 CONCORD, NC 28027	NONE	PC	UNRESTRICTED	1,000
PIEDMONT EDUCATION FOUNDATION PO BOX 11192 PIEDMONT, CA 94611	NONE	PC	UNRESTRICTED	500
THE HUMANE SOCIETY OF MIDLAND COUNTY PO BOX 1034 MIDLAND, MI 486411034	NONE	PC	UNRESTRICTED	7,500
MANNA FOOD BANK 627 SWANNANOA RIVER ROAD ASHEVILLE, NC 28801	NONE	PC	UNRESTRICTED	10,000
Total 				426,000
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
WEST MIDLAND FAMILY CENTER 4011 W ISABELLA RD SHEPHERD, MI 48883	NONE	PC	UNRESTRICTED	10,000
SHELTER HOUSE3115 ISABELLA ST MIDLAND, MI 48640	NONE	PC	UNRESTRICTED	7,500
COLEMAN RAILWAY FAMILY CENTER 4839 N COLEMAN SCHOOLS DR COLEMAN, MI 48618	NONE	PC	UNRESTRICTED	7,500
WHISTLESTOP930 TAMALPAIS AVENUE SAN RAFAEL, CA 94901	NONE	PC	UNRESTRICTED	2,000
KOOTENAI HUMANE SOCIETY PO BOX 1005 HAYDEN, ID 83835	NONE	PC	UNRESTRICTED	2,000
Total ▶ 3a				426,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GARY SINISE FOUNDATION PO BOX 50008 STUDIO CITY, CA 91614	NONE	PC	UNRESTIRCTED	1,000
MILITARY APPRECIATION DAY INC 5114 PRICES CREEK DRIVE SOUTHPORT, NC 28461	NONE	PC	UNRESTRICTED	1,000
ALS THERAPY DEVELOPMT INSTITUTE 300 TACHNOLOGY SQUARER STE 400 CAMBRIDGE, MA 02139	NONE	PC	UNRESTRICTED	500
KULPAHAR KIDS HOME & CHRISTIAN SCHOOL PO BOX 32574 PHEONIX, AZ 85064	NONE	PC	UNRESTRICTED	15,500
NORTH MIDLAND FAMILY CENTER 2601 E SHEARER ROAD MIDLAND, MI 48642	NONE	PC	UNRESTRICTED	7,500
Total 				426,000
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
US ASSOCIATION FOR UNHCR 1775 K STREET NW STE 580 WASHINGTON, DC 20006	NONE	PC	UNRESTRICTED	12,000
INTERNATIONAL INSTITUTE OF NEW ENGLAND 2 BOYSTON STREET 3RD FLOOR BOSTON, MA 02116	NONE	PC	UNRESTRICTED	7,000
QUEST SCHOLOARS PROGRAM 445 SHERMAN AVE STE 100 PALO ALTO, CA 94306	NONE	PC	QUEST SCHOLARS PROGRAM	25,859
CAN DO MULTIPLE SCLEROSIS 100 W BEAVER CREEK STE 200 AVON, CO 81620	NONE	PC	JIMMY HEUGA FDN	2,000
NORTH BAY FIRE RELIEF FUND PO BOX 6104 SANTA ROSA, CA 95406	NONE	PC	UNRESTRICTED	14,000
Total 				426,000
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SAFE HARBOR HAVEN INC 4772 SAFE HARBOR WAY JACKSONVILLE, FL 32226	NONE	PC	UNRESTRICTED	4,000
FRIENDS OF THE OLGA SINCLAIR FND 104 CALEDONIA STREET SAUSALITO, CA 94965	NONE	PC	UNRESTRICTED	5,000
MEALS ON WHEELS 1375 FAIRFAX AVENUE SAN FRANCISCO, CA 94124	NONE	PC	UNRESTRICTED	1,500
LAB RESCUE OF LRCP INCPO BOX 1814 ANNANDALE, VA 22003	NONE	PC	UNRESTRICTED	1,000
ALAMEDA COUNTY FOOD BANK PO BOX 2599 OAKLAND, CA 94614	NONE	PC	UNRESTRICTED	1,000
Total ▶ 3a				426,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GIVENS ESTATES INC 2360 SWEETEN CREEK ROAD ASHEVILLE, NC 28803	NONE	PC	UNRESTRICTED	10,000
Total 				426,000
3a				

TY 2017 Accounting Fees Schedule**Name:** BARSTOW FOUNDATION**EIN:** 38-6151026**Software ID:** 17005317**Software Version:** 18.2.0.0**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHALGIAN TRIPP LAW OFFICES PLLC	3,225	3,225		

TY 2017 General Explanation Attachment**Name:** BARSTOW FOUNDATION**EIN:** 38-6151026**Software ID:** 17005317**Software Version:** 18.2.0.0

TY 2017 Investments Corporate Stock Schedule**Name:** BARSTOW FOUNDATION**EIN:** 38-6151026**Software ID:** 17005317**Software Version:** 18.2.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
136333 shares of DOW CHEMICAL COMPANY/DOWDUPONT INC	931,228	9,709,636
325 shares of ATT INC	8,232	12,636
300 shares of ALTRIA GROUP INC	5,507	21,423
203 shares of ROYAL DUTCH SHELL PLC	14,583	13,542
100 shares of CHEVRON CORPORATION	6,859	12,519
325 shares of EMERSON ELECTRIC CO	12,021	22,649
115 shares of HOME DEPOT, INC.	3,108	21,796
160 shares of JOHNSON JOHNSON	9,576	22,355
175 shares of ELI LILLY CO	5,736	14,781
70 shares of MCDONALDS CORP	3,901	12,048
225 shares of MICROCHIP TECH	6,311	19,773
200 shares of WASTE MANAGEMENT INC	5,923	17,260
100 shares of HONEYWELL INTL INC	4,491	15,336
800 shares of INTEL CORP	19,444	36,928
25 shares of NEXTERA ENERGY INC	1,270	3,905
300 shares of NUCOR CORP	11,949	19,074
550 shares of PFIZER	9,371	19,921
190 shares of VERIZON COMMUNICATIONS	6,158	10,057
1000 shares of CHEMICAL FINANCIAL CORP	20,268	53,470
4985 shares of ISHARES MSCI EAFE ETF	302,039	350,495
200 shares of KRAFT HEINZ CO	5,640	15,552
100 shares of KLA TENCOR CORP	5,219	10,507
160 shares of DARDEN RESTAURANTS INC	7,336	15,363
300 shares of ABB VIE INC	7,031	29,013
275 shares of CARNIVAL CORP	12,850	18,252
150 shares of WALT DISNEY CO	15,465	16,127
260 shares of STARBUCKS CORP	15,412	14,932
250 shares of WILLIAMS SONOMA INC	12,829	12,925
100 shares of CONSTELLATION BRANDS	15,696	22,857
150 shares of CVS HEALTH CORP	15,467	10,875

Name of Stock	End of Year Book Value	End of Year Fair Market Value
160 shares of EXXONMOBIL CORP	13,982	13,382
450 shares of SUNCOR ENERGY	12,617	16,524
220 shares of VALERO ENERGY CO	13,215	20,220
325 shares of DISCOVER FINL SERVICES	18,349	24,999
230 shares of INTERCONTINENTAL EXCHANGE	11,172	16,229
170 shares of JP MORGAN CHASE CO	10,871	18,180
375 shares of MET LIFE INC	15,409	18,960
140 shares of PRUDENTIAL FINL INC	11,002	16,097
120 shares of T ROWE PRICE GROUP INC	8,239	12,592
60 shares of ALLERGAN PLC	14,750	9,815
75 shares of AMGEN INC	12,969	13,043
175 shares of CARDINAL HEALTH	15,235	10,722
150 shares of GILEAD SCIENCES INC	15,047	10,746
100 shares of THERMO FISHER SCIENTIFIC INC	14,597	18,988
50 shares of BOEING CO	6,547	14,746
300 shares of FASTENAL CO	13,014	16,407
420 shares of GENERAL ELECTRIC CORP	13,137	7,329
120 shares of UNITED PARCEL SERVICE	12,833	14,298
35 shares of ALPHABET INC	27,106	36,869
195 shares of APPLE INC	21,030	33,000
95 shares of BROADCOM LTD	14,607	24,406
575 shares of CISCO SYSTEMS INC	16,473	22,023
300 shares of QUALCOMM INC	15,696	19,206
100 shares of PACKAGING CORP OF AMERICA	6,303	12,055
300 shares of EXELON CORP	10,191	11,823
180 shares of PPL CORPORATION	6,255	5,571
300 shares of WISDOMTREE U.S. SMALLCAP DIVIDEND FD	7,068	8,715
2850 shares of ISHARES MSCI EMERGING MKT ETF	103,170	134,292
80 shares of SIMON PROPERTY GROUP INC REIT	16,400	13,739
350 shares of CONS DISRTNY SELECT SCTR SPDR FD	31,699	34,542

Name of Stock	End of Year Book Value	End of Year Fair Market Value
34 shares of BRIGHTHOUSE FINANCIAL INC	1,890	1,994
150 shares of FACEBOOK INC	23,861	26,469
350 shares of ISHARES RUSSELL 2000 ETF	48,052	53,361
150 shares of VANGUARD REIT ETF	12,719	12,447

TY 2017 Investments - Other Schedule**Name:** BARSTOW FOUNDATION**EIN:** 38-6151026**Software ID:** 17005317**Software Version:** 18.2.0.0**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT IN BLACKSTONE GROUP LP	AT COST	22,693	20,013

TY 2017 Other Income Schedule**Name:** BARSTOW FOUNDATION**EIN:** 38-6151026**Software ID:** 17005317**Software Version:** 18.2.0.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CURRENT YR PASSIVE INCOME	539	539	
INVESTMENT INTEREST PASSED THROUGH ON K-1 FORM	-23	-23	
SECTION 1231 GAIN PASSED THROUGH K-1 FORM	88	88	

TY 2017 Other Professional Fees Schedule**Name:** BARSTOW FOUNDATION**EIN:** 38-6151026**Software ID:** 17005317**Software Version:** 18.2.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHEMICAL BANK - INVESTMENT FEES	34,549	34,549		

TY 2017 Taxes Schedule**Name:** BARSTOW FOUNDATION**EIN:** 38-6151026**Software ID:** 17005317**Software Version:** 18.2.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID ON DIVIDEND INCOME	961	961		
EXCISE TAX BASED ON INVESTMENT INCOME	7,969			