

EXTENDED TO NOVEMBER 15, 2018

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. Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF Department of the Treasury Internal Revenue Service For calendar year 2017 or tax year beginning and ending

Name of foundation: MARLU FOUNDATION. A Employer identification number: 41-1850047. B Telephone number: 952-674-2800. G Check all that apply: Initial return, Final return, Address change, etc. H Check type of organization: Section 501(c)(3) exempt private foundation. J Accounting method: Cash. Fair market value of all assets at end of year: \$4,206,325.

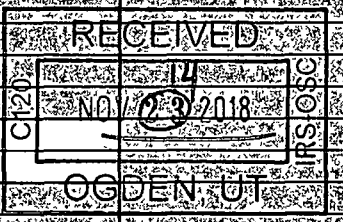
03/04

6

04

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26). Total revenue: 397,220. Total expenses: 323,790. Net investment income: 368,052.

SCANNED FEB 07 2018



**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

	Beginning of year		End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>				
1 Cash - non-interest-bearing				
2 Savings and temporary cash investments	29,262.	186,180.	186,180.	
3 Accounts receivable ▶ 816.				
Less: allowance for doubtful accounts ▶	1,295.	816.		
4 Pledges receivable ▶				
Less: allowance for doubtful accounts ▶				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons				
7 Other notes and loans receivable ▶				
Less: allowance for doubtful accounts ▶				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10a Investments - U.S. and state government obligations <b>STMT 8</b>	359,500.	301,000.	247,139.	
b Investments - corporate stock <b>STMT 9</b>	2,650,439.	2,647,119.	3,315,380.	
c Investments - corporate bonds <b>STMT 10</b>	45,200.	20,000.	14,000.	
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 11</b>	273,168.	301,275.	443,626.	
14 Land, buildings, and equipment, basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,358,864.	3,456,390.	4,206,325.	
<b>Liabilities</b>				
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				
22 Other liabilities (describe ▶)				
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>				
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	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	3,358,864.	3,456,390.		
30 <b>Total net assets or fund balances</b>	3,358,864.	3,456,390.		
31 <b>Total liabilities and net assets/fund balances</b>	3,358,864.	3,456,390.		

**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	3,358,864.
2 Enter amount from Part I, line 27a	2	73,430.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	24,096.
4 Add lines 1, 2, and 3	4	3,456,390.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,456,390.

**Part IV Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENT

(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			
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		1,308,476.	273,351.

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			273,351.

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	273,351.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation doesn't 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	212,512.	3,716,175.	.057186
2015	70,871.	3,817,284.	.018566
2014	206,080.	3,954,598.	.052111
2013	75,421.	3,482,889.	.021655
2012	320,196.	3,119,225.	.102652

2 Total of line 1, column (d)	2	.252170
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	.050434
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	4,000,324.
5 Multiply line 4 by line 3	5	201,752.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,681.
7 Add lines 5 and 6	7	205,433.
8 Enter qualifying distributions from Part XII, line 4	8	261,540.

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.

3

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
- 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-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)
- 5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-
- 6 Credits/Payments:
  - a 2017 estimated tax payments and 2016 overpayment credited to 2017
  - b Exempt foreign organizations - tax withheld at source
  - c Tax paid with application for extension of time to file (Form 8868)
  - d Backup withholding erroneously withheld
- 7 Total credits and payments. Add lines 6a through 6d
- 8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached
- 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed
- 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
- 11 Enter the amount of line 10 to be: Credited to 2018 estimated tax

1	3,681.
2	0.
3	3,681.
4	0.
5	3,681.
6a	3,175.
6b	0.
6c	600.
6d	0.
7	3,775.
8	0.
9	
10	94.
11	0.

Part VII-A Statements Regarding Activities

- 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?
- 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.
- c Did the foundation file Form 1120-POL for this year?
- d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.  
(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.
- e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.
- 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.
- 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
- 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
- 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.
- 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?
- 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
- 8a Enter the states to which the foundation reports or with which it is registered. See instructions. MN
- 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
- 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 tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV
- 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

N/A

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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 Yes No  
11

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 Yes No  
12

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  
Website address **N/A** Yes No  
13

14 The books are in care of **WAYCROSSE, INC.** Telephone no. **952-674-2800**  
Located at **15407 MCGINTY ROAD WEST, WAYZATA, MN** ZIP+4 **55391**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15  N/A

16 At any time during calendar year 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? Yes No  
16    
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country

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

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

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 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?  Yes  No  
If "Yes," list the years

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A  
2b

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  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.) 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))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions  Yes  No  
 Organizations relying on a current notice regarding disaster assistance, check here  N/A

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).  N/A

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?  Yes  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?  Yes  No

**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.

(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
LUCY STITZER P.O. BOX 5628 MINNEAPOLIS, MN 55440	PRESIDENT & DIRECTOR 0.25	0.	0.	0.
MARK STITZER P.O. BOX 5628 MINNEAPOLIS, MN 55440	VICE PRESIDENT & DIRECTOR 0.25	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	

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	3,850,281.
b	Average of monthly cash balances	1b	210,962.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	4,061,243.
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	4,061,243.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	60,919.
5	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,000,324.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	200,016.

**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	200,016.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,681.
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,681.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	196,335.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	196,335.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	196,335.

**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	261,540.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	261,540.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,681.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	257,859.

**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				196,335.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	109,221.			
b From 2013				
c From 2014	19,875.			
d From 2015				
e From 2016	29,628.			
f Total of lines 3a through e	158,724.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	261,540.			
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				196,335.
e Remaining amount distributed out of corpus	65,205.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	223,929.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			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	109,221.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	114,708.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014	19,875.			
c Excess from 2015				
d Excess from 2016	29,628.			
e Excess from 2017	65,205.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

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

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

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

**1 Information Regarding Foundation Managers:**

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

**SEE STATEMENT 12**

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

NONE

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

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

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

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

c Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
BOOMER ESIASON FOUNDATION 200B ARMSTRONG ROAD GARDEN CITY PARK, NY 11040	NONE	PUBLIC CHARITY	25TH ANNUAL BOOMING CELEBRATION	25,000.
BROWN UNIVERSITY INVESTMENT OFFICE BOX C PROVIDENCE, RI 02912	NONE	PUBLIC CHARITY	UNRESTRICTED	100,000.
BRUNSWICK SCHOOL 100 MAHER AVENUE GREENWICH, CT 06830	NONE	PUBLIC CHARITY	BRUNSWICK TRUST	50,311.
CLOVE VALLEY FOUNDATION 9 CLUB HOUSE LANE LAGRANGEVILLE, NY 12540	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000.
CORNELL UNIVERSITY 130 E SENECA ST, SUITE 400 ITHACA, NY 14850	NONE	PUBLIC CHARITY	CORNELL ANNUAL FUND FOR STUDENT AND CAMPUS LIFE	25,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>260,311.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				
				<b>0.</b>





MARLU FOUNDATION

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 DEUTSCHE BANK			
b DEUTSCHE BANK			
c DEUTSCHE BANK			
d EQT PASS THROUGH 1231 LOSS			
e ENTERPRISE PRODUCTS PASS THROUGH 1231			
f CAPITAL GAINS DIVIDENDS			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 424,962.		414,852.	10,110.
b 1,096,840.		844,122.	252,718.
c 55,600.		48,700.	6,900.
d		68.	-68.
e		734.	-734.
f 4,425.			4,425.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			10,110.
b			252,718.
c			6,900.
d			-68.
e			-734.
f			4,425.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	273,351.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDSHIP SENIOR OPTIONS FOUNDATION 350 W SCHAUMBURG ROAD SCHAUMBURG, IL 60194	NONE	PUBLIC CHARITY	UNRESTRICTED	10,000.
LAKE LURE CLASSICAL ACADEMY PO BOX 6 LAKE LURE, NC 28746	NONE	PUBLIC CHARITY	STEM LAB	5,000.
ORBIS INTERNATIONAL 520 8TH AVENUE, 12TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000.
THE GREENWICH ROUNDTABLE PO BOX 4019 GREENWICH, CT 06831	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000.
<b>Total from continuation sheets</b>				<b>45,000.</b>

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DEUTSCHE BANK TRUST CO WXCLC	26,534. 127.	26,534. 127.	
TOTAL TO PART I, LINE 3	26,661.	26,661.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DEUTSCHE BANK DORCHESTER MINERALS K-1	121,966.	4,425.	117,541.	115,738.	
ENTERPRISE PRODUCTS PARTNERS EQT MIDSTREAM PARTNERS	90. 21. 132.	0. 0.	90. 21. 132.	90. 21. 132.	
SPECTRA ENERGY PARTNERS LP	18.	0.	18.	18.	
TO PART I, LINE 4	122,227.	4,425.	117,802.	115,999.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EQT PRODUCTION	230.	230.	
DORCHESTER MINERALS K-1	10,913.	10,913.	
SPECTRA ENERGY PARTNERS LP	-9,318.	0.	
ENTERPRISE PRODUCTS PARTNERS L.P.	-16,379.	0.	
EQT MIDSTREAM PARTNERS	-6,038.	0.	
ENTERPRISE PRODUCTS PARTNERS L.P.	-2.	-2.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-20,594.	11,141.	

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WAYCROSSE FEES	3,034.	1,885.		1,149.
INVESTMENT FEES	42,761.	42,761.		0.
INVESTMENT EXPENSES - DB 1099	312.	312.		0.
TO FORM 990-PF, PG 1, LN 16C	46,107.	44,958.		1,149.

## FORM 990-PF

## TAXES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES - DEUTSCHE BANK	3,077.	3,077.		0.
FEDERAL TAXES	3,100.	0.		0.
FOREIGN TAXES - SPECTRA ENERGY	74.	74.		0.
REAL ESTATE TAXES	16.	16.		0.
TO FORM 990-PF, PG 1, LN 18	6,267.	3,167.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	55.	0.		55.
ROYALTY EXPENSES - DORCHESTER MINERALS	1,902.	1,905.		0.
STATE OF MINNESOTA NONDEDUCTIBLE EXPENSES	25.	0.		25.
	53.	0.		0.
TO FORM 990-PF, PG 1, LN 23	2,035.	1,905.		80.

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FORM 990-PF      OTHER INCREASES IN NET ASSETS OR FUND BALANCES      STATEMENT 7

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DESCRIPTION	AMOUNT
DEPLETION DORCHESTER MINERALS, LP	9,070.
UNREALIZED GAIN ON STOCKS DONATED TO CHARITIES	15,026.
TOTAL TO FORM 990-PF, PART III, LINE 3	24,096.

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FORM 990-PF      U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS      STATEMENT 8

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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
HEART OF ILL DIST REV		X	30,000.	17,100.
LASALLE CNTY TX FAC REV		X	36,000.	18,900.
NEW JERSEY ECON REV		X	25,000.	14,000.
DEKALB CNTY GA DEV		X	50,000.	44,711.
LA PAZ CNTY AZ INDL DEV		X	30,000.	24,216.
PUBLIC FIN AUTH WI CHRT SCH REV		X	25,000.	24,996.
FLORIDA STATE DEV		X	35,000.	34,866.
NEW JERSEY STATE HOUSING		X	40,000.	38,323.
PRINCE GEORGES COUNTY		X	30,000.	30,027.
TOTAL U.S. GOVERNMENT OBLIGATIONS			 	 
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			301,000.	247,139.
TOTAL TO FORM 990-PF, PART II, LINE 10A			301,000.	247,139.

## FORM 990-PF

## CORPORATE STOCK

## STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
A T & T	149,147.	165,512.
CINEMARK HOLDINGS	38,223.	38,128.
F N B CORP	104,347.	119,059.
INTEL CORP	93,772.	156,021.
EATON CORP	46,091.	76,640.
ABBVIE INC	41,660.	107,832.
DOW DUPONT INC	25,936.	59,825.
FEDT INVESTORS INC	59,465.	88,035.
BCE INC	106,994.	119,305.
RYMAN HOSPITALITY PROPERTIES	30,158.	61,428.
AMERICAN EAGLE OUTFITTERS	82,163.	124,738.
CISCO SYSTEMS	117,488.	176,563.
MAXIM INTEGRATED PRODS	20,968.	37,432.
VODAFONE GROUP PLC	136,451.	133,821.
GENERAL MOTORS	130,597.	158,016.
ABB LTD	75,065.	98,027.
ROYAL DUTCH SHELL	139,097.	181,993.
WEYERHAUSER	96,849.	121,435.
SANOFI SPONSORED ADR	100,592.	106,210.
M D C CORP	38,022.	39,096.
PFIZER INC	123,646.	145,061.
QUALCOMM INC	94,905.	127,720.
FLOWERS FOODS INC	86,158.	103,115.
WESTROCK CO	41,556.	65,106.
EXTENDED STAY AMERICA	122,711.	138,415.
EXXON MOBILE	72,156.	73,603.
FIRST AMERICAN FINANCIAL CORP	76,810.	108,157.
IBM	99,395.	97,422.
KIMCO REALTY CORP	115,142.	109,354.
TARGET CORP	77,816.	82,215.
NIELSEN HOLDINGS PLC	103,739.	96,096.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,647,119.	3,315,380.

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DRSN REAL ESTATE GP	20,000.	14,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	20,000.	14,000.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DORCHESTER MINERALS	COST	6,345.	98,906.
ENTERPRISE PRODUCTS PARTNERS	COST	119,692.	145,275.
EQT MIDSTREAM PARTNERS	COST	111,043.	126,098.
SPECTRA ENERGY PARTNERS	COST	64,195.	73,347.
TOTAL TO FORM 990-PF, PART II, LINE 13		301,275.	443,626.

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

LUCY STITZER  
MARK STITZER