

Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

**2017**

Open to Public Inspection

- ▶ Do not enter social security numbers on this form as it may be made public.  
▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

**For calendar year 2017 or tax year beginning , and ending**

Name of foundation <b>ALLEN FOUNDATION</b>			<b>A Employer identification number</b>  51-0152562	
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 1606</b>		Room/suite	<b>B Telephone number (see instructions)</b>  989-832-5678	
City or town, state or province, country, and ZIP or foreign postal code <b>MIDLAND MI 48641-1606</b>				
Foreign country name		Foreign province/state/county	Foreign postal code	
<b>G Check all that apply</b> <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change				
<b>H Check type of organization:</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <i>04</i> <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16)</b> ▶ \$ 35,301,318		<b>J Accounting method</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
<b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> ▶ <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)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	4,920			
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B				
<b>3</b> Interest on savings and temporary cash investments	1,704	1,704		
<b>4</b> Dividends and interest from securities	698,549	695,143		
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	2,305,265			
<b>b</b> Gross sales price for all assets on line 6a 10,850,835				
<b>7</b> Capital gain net income (from Part IV, line 2)		2,305,265		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold				
<b>c</b> Gross profit or (loss) (attach schedule)				
<b>11</b> Other income (attach schedule)	-4,362	-4,362		
<b>12 Total.</b> Add lines 1 through 11	3,006,076	2,997,750	0	
<b>13</b> Compensation of officers, directors, trustees, etc.				
<b>14</b> Other employee salaries and wages	6,394	2,558		3,836
<b>15</b> Pension plans, employee benefits				
<b>16a</b> Legal fees (attach schedule)	1,020	1,000		20
<b>b</b> Accounting fees (attach schedule)	800	700		100
<b>c</b> Other professional fees (attach schedule)	98,635	98,523		
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see instructions)	7,904	743		
<b>19</b> Depreciation (attach schedule) and depletion				
<b>20</b> Occupancy	7,000	2,800		4,200
<b>21</b> Travel, conferences, and meetings	1,322	529		793
<b>22</b> Printing and publications	772			772
<b>23</b> Other expenses (attach schedule)	7,807	962		6,845
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	131,654	107,815	0	16,566
<b>25</b> Contributions, gifts, grants paid	1,467,400			1,467,400
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	1,599,054	107,815	0	1,483,966
<b>27 Subtract line 26 from line 12</b>	1,407,022			
<b>a Excess of revenue over expenses and disbursements</b>		2,889,935		
<b>b Net investment income</b> (if negative, enter -0-)				
<b>c Adjusted net income</b> (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2017)

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	2,470,564	4,240,253	4,240,253
	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)	3,931,251	3,802,032	3,813,057
	b	Investments—corporate stock (attach schedule)	17,033,559	16,596,817	24,625,558
	c	Investments—corporate bonds (attach schedule)	2,450,798	2,669,092	2,622,450
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ )			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	25,886,172	27,308,194	35,301,318
<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 (attach schedule)			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31.</b> <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <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	25,886,172	27,308,194	
	30	<b>Total net assets or fund balances</b> (see instructions)	25,886,172	27,308,194	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	25,886,172	27,308,194	

**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	25,886,172
2	Enter amount from Part I, line 27a	2	1,407,022
3	Other increases not included in line 2 (itemize) ▶ RETURN OF GRANTS PAID IN A PRIOR YEAR	3	15,000
4	Add lines 1, 2, and 3	4	27,308,194
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	27,308,194

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

<b>a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
<b>1a</b> PUBLICALLY TRADED SECURITIES				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b> Capital Gains Distributions				
<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)	
<b>a</b> 10,605,062		8,545,570	2,059,492	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>			245,773	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
<b>a</b>			2,059,492	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>			245,773	
<b>2</b> 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 }			<b>2</b>	2,305,265
<b>3</b> 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 }			<b>3</b>	7,568

**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

<b>1</b> Enter the appropriate amount in each column for each year, see the instructions before making any entries			
<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2016	1,379,479	28,410,413	0.048555
2015	1,487,366	28,983,543	0.051318
2014	775,956	29,682,717	0.026142
2013	507,293	15,290,795	0.033176
2012	495,489	10,200,929	0.048573
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.207764
<b>3</b> 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			<b>3</b> 0.041553
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			<b>4</b> 33,098,918
<b>5</b> Multiply line 4 by line 3			<b>5</b> 1,375,359
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 28,899
<b>7</b> Add lines 5 and 6			<b>7</b> 1,404,258
<b>8</b> 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			<b>8</b> 1,483,966

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

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	28,899
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2	<b>3</b>	28,899
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	28,899
<b>6</b>	Credits/Payments:		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	9,600
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	<b>Total credits and payments.</b> Add lines 6a through 6d	<b>7</b>	9,600
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	19,299
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	0
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <b>Refunded</b>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</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 <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation <b>\$</b> _____ <b>(2)</b> On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions MI		
<b>b</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 <i>General Instruction G</i> ? If "No," attach explanation	X	
<b>9</b> 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		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities (continued)**

	Yes	No
<b>11</b> 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.	<b>11</b>	X
<b>12</b> 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.	<b>12</b>	X
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>▶</b> <u>www.allenfoundation.org</u>	<b>13</b>	X
<b>14</b> The books are in care of <b>▶</b> <u>WILLIAM LAUDERBACH</u> Telephone no <b>▶</b> <u>989-832-5678</u> Located at <b>▶</b> <u>812 W MAIN STREET MIDLAND MI</u> ZIP+4 <b>▶</b> <u>48640</u>		
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here and enter the amount of tax-exempt interest received or accrued during the year <b>▶</b> <u>15</u>		
<b>16</b> 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 <b>▶</b>	<b>16</b>	X

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

	Yes	No
<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>		
<b>1a</b> 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? ( <b>Exception.</b> 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>b</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 <b>▶</b> <input type="checkbox"/>	<b>1b</b>	N/A
<b>c</b> 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?	<b>1c</b>	X
<b>2</b> 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))		
<b>a</b> 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 <b>▶</b> <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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.)	<b>2b</b>	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶</b> <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
<b>3a</b> 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>b</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.)	<b>3b</b>	N/A
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	X
<b>b</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?	<b>4b</b>	X

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

<b>5a</b>	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>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.			<b>5b</b> N/A
	Organizations relying on a current notice regarding disaster assistance, check here <span style="float: right;">▶ <input type="checkbox"/></span>			
<b>c</b>	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	
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			<b>6b</b> X
	If "Yes" to 6b, file Form 8870			
<b>7a</b>	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>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			<b>7b</b> N/A

**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
See Attached Statement	00	0		
	00	0		
	00	0		
	00	0		
	00	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 ▶

**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	
<b>Total.</b> Add lines 1 through 3	0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	32,351,956
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,251,006
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	33,602,962
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	33,602,962
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	<b>4</b>	504,044
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	33,098,918
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	1,654,946

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1,654,946
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	28,899
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	28,899
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	1,626,047
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,626,047
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1,626,047

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	1,483,966
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,483,966
<b>5</b>	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.	<b>5</b>	28,899
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	1,455,067

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				1,626,047
<b>2</b> Undistributed income, if any, as of the end of 2017:				
<b>a</b> Enter amount for 2016 only			1,382,119	
<b>b</b> Total for prior years. 20 ____, 20 ____, 20 ____				
<b>3</b> Excess distributions carryover, if any, to 2017:				
<b>a</b> From 2012				
<b>b</b> From 2013				
<b>c</b> From 2014				
<b>d</b> From 2015				
<b>e</b> From 2016				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4: \$ 1,483,966				
<b>a</b> Applied to 2016, but not more than line 2a			1,382,119	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2017 distributable amount				101,847
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions				
<b>e</b> Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				1,524,200
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2013				
<b>b</b> Excess from 2014				
<b>c</b> Excess from 2015				
<b>d</b> Excess from 2016				
<b>e</b> Excess from 2017				

**N/A**

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

**(4) Gross investment income**

Form **990-PF** (2017)

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

CORNELL COOP EXTENSION OF NIAGARA CO

**Street**

4487 LAKE AVENUE

**City**

LOCKPORT

**State**

NY

**Zip Code**

14094

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

28,647

**Name**

DAMIANO CENTER

**Street**

206 W 4TH STREET

**City**

DULUTH

**State**

MN

**Zip Code**

55806

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

20,000

**Name**

EDIBLE PEACE PATCH PROJECT

**Street**

PO BOX 956

**City**

ST PETERSBURG

**State**

FL

**Zip Code**

33731

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

25,000

**Name**

EDUCATION GLOBAL ACCESS PROGRAM

**Street**

3057 NUTLEY ST, 263

**City**

FAIRFAX

**State**

VA

**Zip Code**

22031

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

20,000

**Name**

THE FOOD BANK OF CENTRAL LOUISIANA

**Street**

3200 BALDWIN AVENUE

**City**

ALEXANDRIA

**State**

LA

**Zip Code**

71301

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

20,000

**Name**

FOOD RESCUE OF NW MI, GOODWILL INDS

**Street**

2279 SOUTH AIRPORT ROAD

**City**

TRAVERSE CITY

**State**

MI

**Zip Code**

49684

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

90,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

GARDENSHARE

**Street**

PO BOX 516

**City**

CANTON

**State**

NY

**Zip Code**

13617

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

20,000

**Name**

GENESEE INTERMEDIATE SCHOOL DIST

**Street**

2413 W MAPLE AVENUE

**City**

FLINT

**State**

MI

**Zip Code**

48507

**Foreign Country****Relationship**

NONE

**Foundation Status**

GOV

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

5,000

**Name**

GREATER LANSING FOOD BANK

**Street**

PO BOX 16224

**City**

LANSING

**State**

MI

**Zip Code**

48901

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

20,000

**Name**

HUNGER FREE VERMONT

**Street**

38 EASTWOOD DR, STE 100

**City**

SOUTH BURLINGTON

**State**

VT

**Zip Code**

05403

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

10,000

**Name**

ADVANCEMENT INTERLOCHEN CTR FOR THE ARTS

**Street**

PO BOX 199

**City**

INTERLOCHEN

**State**

MI

**Zip Code**

49643

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

75,000

**Name**

IZI AZI FOUNDATION

**Street**

5995 E GRANT ROAD, STE 200

**City**

TUCSON

**State**

AZ

**Zip Code**

85712

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

5,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

KANSAS CITY COMMUNITY GARDENS

**Street**

6917 KENSINGTON AVENUE

**City**

KANSAS CITY

**State**

MO

**Zip Code**

64132

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

25,000

**Name**

KINGMAN ELEMENTARY SCHOOL

**Street**

25 PARK STREET

**City**

KINGMAN

**State**

ME

**Zip Code**

04451

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

2,000

**Name**

MEMORIAL SLOAN KETTERING CANCER CENTER

**Street**

1275 YORK AVENUE, BOX 701

**City**

NEW YORK

**State**

NY

**Zip Code**

10065

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

10,000

**Name**

MI HEALTH IMPROVEMENT HEALTH ALLIANCE INC.

**Street**

PO BOX 432

**City**

BAY CITY

**State**

MI

**Zip Code**

48707

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

52,250

**Name**

MI RESTAURANT ASSOC ED SUPPORT FNDTN

**Street**

225 W WASHTENAW

**City**

LANSING

**State**

MI

**Zip Code**

48933

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

EDUCATION

**Amount**

47,000

**Name**

MICHIGAN CROSSROADS COUNCIL

**Street**

137 S MARKETPLACE BLVD

**City**

LANSING

**State**

MI

**Zip Code**

48917

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

15,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

MIDLAND CAMPING COUNCIL

**Street**

PO BOX 2072

**City**

MIDLAND

**State**

MI

**Zip Code**

48641-2072

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

20,000

**Name**

NY INSTITUTE OF TECHNOLOGY

**Street**

NORTHERN BLVD, ROOM 202A

**City**

OLD WESTBURY

**State**

NY

**Zip Code**

11568-8000

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

28,768

**Name**

OPEN HAND ATLANTA

**Street**

181 ARMOUR DRIVE NE

**City**

ATLANTA

**State**

GA

**Zip Code**

30324

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

25,626

**Name**

OUTREACH FOR WORLD HOPE

**Street**

3099 TIMBER LANE

**City**

VERONA

**State**

WI

**Zip Code**

53593

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

13,950

**Name**

PARIS DIDEROT UNIVERSITY

**Street**

CASE 7103 5 RUE THOMAS MANN

**City**

PARIS

**State****Zip Code**

75205-13

**Foreign Country**

France

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

RESEARCH

**Amount**

30,000

**Name**

SKIFF MEDICAL CENTER

**Street**

204 N. 4TH AVENUE E

**City**

NEWTON

**State**

IA

**Zip Code**

50208

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

12,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

SPROUTS COOKING CLUB

**Street**

330 PARK VIEW TERRACE, 109

**City**

OAKLAND

**State**

CA

**Zip Code**

94610

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

7,240

**Name**

TRUSTEES OF TUFTS COLLEGE

**Street**

136 HARRISON AVENUE

**City**

BOSTON

**State**

MA

**Zip Code**

02111

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

110,829

**Name**

UNIVERSITY OF NC GREENSBORO

**Street**

111 SPRING GARDEN ST

**City**

GREENSBORO

**State**

NC

**Zip Code**

27412-5013

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

RESEARCH

**Amount**

37,969

**Name**

REGENTS OF THE UNIVERSITY OF MN

**Street**

NW 5957, PO BOX 1450

**City**

MINNEAPOLIS

**State**

MN

**Zip Code**

55485-5957

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

52,420

**Name**

REGENTS OF THE UNIVERSITY OF MN

**Street**

NW 5957, PO BOX 1450

**City**

MINNEAPOLIS

**State**

MN

**Zip Code**

55485-5957

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

99,924

**Name**

UNIVERSITY OF SAN DIEGO

**Street**

5998 ALCALA PARK

**City**

SAN DIEGO

**State**

CA

**Zip Code**

92110

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

34,500

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

THE UNIVERSITY OF TEXAS

**Street**

PO BOX 301418

**City**

DALLAS

**State**

TX

**Zip Code**

75303-1418

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

81,066

**Name**

WEST MIDLAND FAMILY CENTER

**Street**

PO BOX 1985

**City**

MIDLAND

**State**

MI

**Zip Code**

48641-1985

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

41,116

**Name**

EDUCATION OUTSIDE

**Street**

135 VAN NESS AVENUE, ROOM 408

**City**

SAN FRANCISCO

**State**

CA

**Zip Code**

94102

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

11,800

**Name**

YMCA HAYO-WENT-HA CAMPS

**Street**

919 N EAST TORCH LAKE DRIVE

**City**

CENTRAL LAKE

**State**

MI

**Zip Code**

49622

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

40,000

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**



**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
<b>a</b> <i>Paid during the year</i>				
GROW BENZIE PO BOX 132 BEULAH, MI 49617	NONE	PC	NUTRITION EDUCATION	26,400
MI STATE UNIVERSITY 426 AUDITORIUM ROAD, ROOM 2 EAST LANSING, MI 48824	NONE	PC	NUTRITION EDUCATION	105,510
SECOND HARVEST HEARTLAND 1140 GERVAIS AVENUE ST PAUL, MN 55109-2020	NONE	PC	FRESH FOOD DISTRIBUTION	5,000
BRIGHTER BITES PO BOX 25456 HOUSTON, TX 77265	NONE	PC	NUTRITION	75,000
FOOD BANK OF SOUTH JERSEY 1501 JOHN TIPTON BLVD PENNSAUKEN, NJ 08110	NONE	PC	NUTRITION	20,000
PROJECT PEANUT BUTTER 7435 FLORA AVENUE MAPLEWOOD, MO 63143	NONE	PC	NUTRITION	24,800
THE NUTRITION CENTER, INC PO BOX 1082 GREAT BARRINGTON, MA 01230	NONE	PC	NUTRITION	30,085
ACTA NON VERBA 1001 83RD AVENUE, MAILBOX 1 OAKLAND, CA 94621	NONE	PC	UNRESTRICTED	30,000
BELVIDERE BOONE CO FOOD PANTRY 200 S FIFTH ST, PO BOX 35 CAPRON, IL 61012	NONE	PC	NUTRITION	2,500
BOYS & GIRLS CLUB OF KOOTENAI COUNTY 925 N 15TH STREET COEUR D'ALENE, ID 83814	NONE	PC	UNRESTRICTED	6,000
CATHOLIC CHARITIES NEW HAMPSHIRE 215 MYRTLE STREET MANCHESTER, NH 03104	NONE	PC	UNRESTRICTED	5,000
<b>Total</b> See Attached Statement			▶ <b>3a</b>	1,467,400
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b>			▶ <b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	1,704	
4	Dividends and interest from securities			14	698,549	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	2,305,265	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a <u>INTEREST PAID ON BOND PL</u>			01	-4,362	
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		3,001,156	0
13	<b>Total.</b> Add line 12, columns (b), (d), and (e)				<b>13</b>	<b>3,001,156</b>

(See worksheet in line 13 instructions to verify calculations )

## 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) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?   |   |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of   |   |
|   | (1) Cash  | 1 |
|   | (2) Other assets  | 1 |
| b | Other transactions  |   |
|   | (1) Sales of assets to a noncharitable exempt organization  | 1 |
|   | (2) Purchases of assets from a noncharitable exempt organization  | 1 |
|   | (3) Rental of facilities, equipment, or other assets  | 1 |
|   | (4) Reimbursement arrangements  | 1 |
|   | (5) Loans or loan guarantees  | 1 |
|   | (6) Performance of services or membership or fundraising solicitations  | 1 |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees  |   |
| 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 |   |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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 Willie Hardin Date 5/9/18 Title TREASURER

May the IRS discuss this return with the preparer shown below?  
See instructions ☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

JULIE J BEALL

Preparer's signature

Mike Seal

Date

5/8/2018

Check ☒ if self-employed

PTIN
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P00439215

Firm's name ▶ JULIE J BEALL, CPA

Firm's address ► 4114 CASTLE DRIVE, MIDLAND, MI 48640

Firm's EIN ▶

Phone no	989-430-9138
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51-0152562

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**Part I, Line 11 (990-PF) - Other Income**

		-4,362	-4,362	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	ACCRUED INTEREST PAID ON BOND PURCHASES	-4,362	-4,362	

**Part I, Line 16a (990-PF) - Legal Fees**

		1,020	1,000	0	20
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	WARNER NORCROSS	1,020	1,000		20

**Part I, Line 16b (990-PF) - Accounting Fees**

		800	700	0	100
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	JULIE J BEALL, CPA	800	700		100

**Part I, Line 16c (990-PF) - Other Professional Fees**

		98,635	98,523	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	CHEMICAL BANK INVESTMT MNGMT FEES	98,635	98,635		0
2	LESS AMOUNTS ALLOCATED TO TAX EXEMPT	0	-112		0

**Part I, Line 18 (990-PF) - Taxes**

		7,904	743	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID ON DIVIDEND INCOME	743	743		
2	FEDERAL EXCISE TAX ON INVESTMENT INC	7,161			

**Part I, Line 23 (990-PF) - Other Expenses**

		7,807	962	0	6,845
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TELEPHONE	578	231		347
2	OFFICE SUPPLIES	1,068	427		641
3	COUNCIL OF MICHIGAN FOUNDATION DUES	5,400	0		5,400
4	INSURANCE	525	210		315
5	POSTAGE	236	94		142

**Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations**

		Federal		State/Local									
		3,725,822		205,429		76,210		3,767,820		3,737,960			
		Num. Shares/ Face Value		Book Value Beg of Year		Book Value End of Year		FMV Beg of Year		FMV End of Year		State/Local Obligation	
1	U S GOVT OBLIGATIONS - TOTAL	3,750,000		3,725,822		3,725,822		3,767,820		3,737,960			
2	STATE AND MUNICIPAL BONDS-TOTAL	25,000		155,320		26,101		146,841		25,083		X	
3	JACKSON TN ENERGY AUTH	50,000		50,109		50,109		50,539		50,014		X	

**Part II, Line 10b (990-PF) - Investments - Corporate Stock**

Description		Num Shares/ Face Value	17,033,559		16,596,817		23,344,705		24,625,558	
			Book Value Beg. of Year	Book Value End of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	FMV End of Year		
1	CHEVRON CORPORATION	1,700	185,854	144,996	247,170	212,823				
2	CHEMICAL FINANCIAL CORP	23,412	185,731	185,731	1,268,228	1,251,840				
3	CONOCOPHILLIPS	1,000	25,444	0	50,140	0				
4	DODGE & COX INTL STOCK FUND	32,121	937,244	1,067,244	1,102,107	1,487,835				
5	PRUDENTIAL FINANCIAL	2,300	164,565	123,710	291,368	264,454				
6	DOW CHEMICAL CO/DOWDUPONT, INC	43,250	867,764	848,182	2,517,680	3,080,265				
7	EXXONMOBIL CORP	2,500	144,090	147,556	234,676	209,100				
8	FIDELITY DIVERSIFIED INTL FD	31,601	993,242	993,242	1,052,301	1,264,657				
9	CELGENE CORP	2,700	90,395	139,117	266,225	281,772				
10	GILEAD SCIENCES INC	2,900	101,901	0	207,669	0				
11	GENUINE PARTS CO	2,600	218,892	114,300	391,714	247,026				
12	A T & T INC	6,000	172,425	181,890	249,864	233,280				
13	INTEL CORP	7,000	212,113	148,399	344,565	323,120				
14	AUTOMATIC DATA PROCESSING	200	11,682	0	20,556	0				
15	APPLE INC	1,800	90,298	37,713	289,550	304,614				
16	MCDONALDS CORP	1,400	206,181	84,254	328,644	240,968				
17	METLIFE INC	5,000	121,876	175,506	210,171	252,800				
18	HCP INC	600	22,341	0	17,832	0				
19	MERCK & CO	1,000	34,930	0	58,870	0				
20	ALPHABET INC CL A	300	132,054	132,054	237,735	316,020				
21	AMERICAN ELECTRIC POWER	1,800	77,918	0	113,328	0				
22	FIDELITY SMALL CAP DISCOVERY FD	16,081	391,350	399,512	514,068	480,997				
23	HOMESTEAD SMALL CO STOCK FUND	11,663	358,618	391,292	467,021	514,462				
24	LAZARD EMERGING MRKTS EQ INST FD	36,247	656,854	0	578,494	0				
25	OPPENHEIMER DEVELOPING MRKTS FD	17,818	568,235	618,235	525,686	764,932				
26	PRINCIPAL GLOBAL R/E SEC FD	87,943	860,000	790,968	825,122	837,218				
27	MAGNA INTERNATIONAL INC	5,400	227,312	0	234,360	0				
28	CVS HEALTH CORP	4,200	173,345	295,727	205,166	304,500				
29	JPMORGAN CHASE & CO	3,000	187,378	156,149	310,644	320,820				
30	ABBVIE INC	4,000	99,784	90,926	275,528	386,840				
31	PFIZER INC	7,225	151,059	0	234,668	0				
32	EMERSON ELECTRIC CO	200	4,706	0	11,150	0				
33	CISCO SYSTEMS	7,000	204,693	173,963	267,447	268,100				
34	QUALCOMM INC	4,000	284,476	234,074	280,360	256,080				
35	CARNIVAL CORP	4,700	233,014	184,475	296,742	311,939				
36	CONSTELLATION BRANDS INC	1,500	145,742	128,596	260,627	342,855				
37	EVEREST RE GROUP LIMITED	1,400	209,510	209,510	302,960	309,764				
38	CUMMINS INC	1,800	356,706	221,229	369,009	317,952				
39	SOUTHWEST AIRLINES CO	6,400	253,668	0	318,976	0				
40	CORNING INC	14,900	287,855	0	361,623	0				
41	ALPHABET INC CL C	110	33,840	0	84,900	0				
42	PRIN INVSTRS FD MIDCAP BLEND FD	18,897	470,000	395,384	504,844	515,516				
43	VANGRD SLECTED VALUE FUND	15,649	536,500	462,273	522,676	489,357				
44	TIME WARNER INC	3,000	231,370	0	289,590	0				
45	ALLSTATE CORP	2,500	230,880	144,300	296,480	261,775				
46	UNION PAC CORP	2,500	248,747	281,938	228,096	335,250				
47	UNITED TECHNOLOGIES CORP	2,450	237,069	0	268,569	0				

## Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
48	EBAY INC	8,600	244,325	253,940	255,334	324,564
49	SONOCO PRODUCTS CO	5,000	233,131	0	263,500	0
50	DODGE & COX INCOME FUND	5,708	76,500	0	77,578	0
51	FEDERATED INST HIGH YLD BD FD	1,576	15,000	0	16,525	0
52	METROPOLITAN WEST TOTAL RET BD FD	7,189	76,500	0	75,777	0
53	PRUDENTIAL ST CORP BD FD	774	9,000	0	8,543	0
54	VANGUARD GNMA FUND	3,394	37,500	0	35,772	0
55	VANGUARD LT BOND INDEX FD	2,858	37,500	0	38,616	0
56	VANGUARD ST INVSTMT GRADE FD	5,573	60,000	0	59,238	0
57	DICK'S SPORTING GOODS	4,600	184,223	0	244,260	0
58	ALTRIA GROUP INC	900	15,541	0	60,858	0
59	COCA COLA CO	600	13,130	0	24,876	0
60	COLGATE PALMOLIVE CO	600	16,857	0	39,264	0
61	COSTCO WHOLESALE CORP	1,500	222,999	0	240,165	0
62	KROGER CO	6,400	235,894	0	220,864	0
63	KINDER MORGAN INC	1,335	55,449	0	27,648	0
64	PHILLIPS 66	500	7,561	0	43,205	0
65	VALERO ENERGY CORP	2,400	219,760	143,450	273,280	220,584
66	BANK OF HAWAII CORP	550	24,889	0	48,780	0
67	DISCOVER FINL SVCS	2,500	121,508	0	180,225	0
68	AETNA INC	2,000	242,566	0	248,020	0
69	CARDINAL HEALTH INC	4,400	230,413	351,010	208,713	269,588
70	JOHNSON & JOHNSON	2,000	244,637	214,365	264,983	279,440
71	LILLY ELI & CO	600	33,634	0	44,130	0
72	CATERPILLAR INC	325	17,299	0	30,141	0
73	GENERAL ELECTRIC CORP	675	19,351	0	21,330	0
74	MICROSOFT CORP	200	9,316	0	12,428	0
75	NUCOR CORP	600	22,211	0	35,712	0
76	VERIZON COMMUNICATIONS	800	18,107	0	42,704	0
77	EXELON CORP	3,300	128,087	115,088	131,313	130,053
78	NEXTERA ENERGY INC	1,300	19,359	0	155,298	0
79	SOUTHERN COMPANY	1,000	25,018	0	49,190	0
80	XCEL ENERGY INC	550	17,226	0	22,385	0
81	AMERICAN EUROPA PACIFIC GROWTH FD	473	18,000	0	21,275	0
82	LAZARD INTNTL STR EQ PORT	9,434	125,000	0	117,358	0
83	TWEEDY BROWNE GLOBAL VALUE FD	48,828	1,050,000	1,180,000	1,098,705	1,391,123
84	VANGUARD INTL VALUE FUND	601	25,000	0	19,081	0
85	HOST HOTELS & RESORTS INC REIT	10,000	239,467	180,786	250,572	198,500
86	QUALITY CARE PROPERTIES INC REIT	120	1,950	0	1,860	0
87	DR HORTON INC	6,800	0	239,965	0	347,276
88	PRICELINE GROUP INC	184	0	330,557	0	319,744
89	CHARLES SCHWAB CORP	5,600	0	233,589	0	287,672
90	AMGEN, INC	1,800	0	318,680	0	313,020
91	DELTA AIR LINES INC	5,000	0	274,407	0	280,000
92	FEDEX CORPORATION	1,200	0	230,298	0	299,448
93	BROADCOM LTD	1,400	0	336,545	0	359,660
94	FACEBOOK INC - A	1,800	0	270,053	0	317,628



**Part II, Line 10b (990-PF) - Investments - Corporate Stock**

		17,033,559	16,596,817	23,344,705	24,625,558
		Book Value	Book Value	FMV	FMV
		Beg. of Year	End of Year	Beg. of Year	End of Year
Description	Num. Shares/ Face Value				
95 MARTIN MARIETTA MATERIALS INC	800	0	173,263	0	176,832
96 PACKAGING CORP OF AMERICA	1,400	0	131,049	0	168,770
97 PPL CORPORATION	3,000	0	114,266	0	92,850
98 DELAWARE EMERGING MARKETS FUND	35,934	0	700,000	0	729,107
99 OPPENHEIMER INTL GROWTH FUND	19,991	0	850,000	0	872,190
100 MFS GLOBAL REAL ESTATE FUND	9,947	0	150,000	0	156,068
101 DIGITAL REALTY TRUST INC	900	0	103,061	0	102,510

**Part II, Line 10c (990-PF) - Investments - Corporate Bonds**

		2,450,798		2,669,092		2,394,452		2,622,450	
	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year		
1	BERKSHIRE HATHAWAY FIN CORP	1 60%	5/15/2017	255,225	0	250,468	0		
2	AFLAC INC	2 65%	2/15/2017	263,218	0	250,378	0		
3	GENERAL ELEC CAP CORP	1 60%	11/20/2017	250,923	0	250,668	0		
4	BP CAPITAL MARKETS PLC	4 74%	3/11/2021	561,075	561,075	545,410	535,420		
5	JPMORGAN CHASE & CO	4 25%	10/15/2020	542,325	542,325	529,120	524,260		
6	NATIONAL RURAL UTIL COOP	3 00%	2/15/2022	501,070	501,070	492,050	494,420		
7	ALPHABET INC	3 63%	5/19/2021	27,101	27,101	26,512	26,171		
8	BP CAPITAL MARKETS PLC	1 38%	5/10/2018	49,861	49,861	49,846	49,924		
9	PACCAR FINANCIAL CORP	1 65%	8/11/2021	0	482,875	0	486,010		
10	ROYAL BANK OF CANADA	2 75%	2/1/2022	0	504,785	0	506,245		

## Amount

[illegible]

## Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	CHARLES B KENDALL		3119 WALDEN WOODS DRIVE	MIDLAND	MI	48640		TRUSTEE	1 00	0	0	0
2	DALE BAUM, Ph D		4021 WATERHOUSE ROAD	OAKLAND	CA	94602		SECRETARY	1 00	0	0	0
3	LAURIE BOUWMAN		3773 CENTRAL PARK DRIVE	GRAWN	MI	49637		ASST SECTY	1 00	0	0	0
4	LESLIE H HILDEBRANDT, Ph D		9266 E DEERFIELD ROAD	SHEPHERD	MI	48883		TRUSTEE	1 00	0	0	0
5	ANN F JAY		1066 E PINCONNING ROAD	PINCONNING	MI	48650		TRUSTEE	1 00	0	0	0
6	GAIL E LANPHEAR		6064 FLOREYS RANCH ROAD	GRAWN	MI	49637		BOARD CHAIR	2 00	0	0	0
7	WILLIAM C LAUDERBACH		4321 JAMES DRIVE	MIDLAND	MI	48642		FINANCIAL VP AND TREASURER	3 00	0	0	0
8	MARY M NEELY		4302 CRUZ DRIVE	MIDLAND	MI	48642		TRUSTEE	1 00	0	0	0
9	PATRICK J ORIEL, Ph D		P O BOX 182	GLEN ARBOR	MI	49636		TRUSTEE	1 00	0	0	0
10	MARK OSTAHOWSKI, MD		2562 HUMMINGBIRD PASS	MIDLAND	MI	48640-8458		PRES	2 00	0	0	0
11	AMANDA BOUWMAN		1021 WOOD COURT	OWOSSO	MI	48867		TRUSTEE	1 00	0	0	0
12	HEATHER KELTO		5347 TIMBERWYCK TRAIL	INTERLOCHEN	MI	49643		TRUSTEE	1 00	0	0	0