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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 07-01-2017 , and ending 06-30-2018

Name of foundation
MELLING FAMILY FOUNDATION

A Employer identification number
32-0042251

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2620 SARADAN DRIVE

B Telephone number (see instructions)
(517) 787-8172

City or town, state or province, country, and ZIP or foreign postal code
JACKSON, MI 49204

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 1,253,959

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1		Contributions, gifts, grants, etc , received (attach schedule)				
	2		Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3		Interest on savings and temporary cash investments				
	4		Dividends and interest from securities	19,501	19,501		
	5a		Gross rents				
	b		Net rental income or (loss)				
	6a		Net gain or (loss) from sale of assets not on line 10	278,986			
	b		Gross sales price for all assets on line 6a 1,055,612				
	7		Capital gain net income (from Part IV, line 2)		278,986		
	8		Net short-term capital gain				
	9		Income modifications				
	10a		Gross sales less returns and allowances				
	b		Less Cost of goods sold				
	c		Gross profit or (loss) (attach schedule)				
	11		Other income (attach schedule)	97	0		
	12		**Total.** Add lines 1 through 11	298,584	298,487		
Operating and Administrative Expenses	13		Compensation of officers, directors, trustees, etc	0	0		0
	14		Other employee salaries and wages				
	15		Pension plans, employee benefits				
	16a		Legal fees (attach schedule)	2,508	2,508		0
	b		Accounting fees (attach schedule)				
	c		Other professional fees (attach schedule)				
	17		Interest				
	18		Taxes (attach schedule) (see instructions)	333	0		0
	19		Depreciation (attach schedule) and depletion				
	20		Occupancy				
	21		Travel, conferences, and meetings				
	22		Printing and publications				
	23		Other expenses (attach schedule)	10,008	10,008		0
	24		**Total operating and administrative expenses.** Add lines 13 through 23	12,849	12,516		0
	25		Contributions, gifts, grants paid	86,500			86,500
	26		**Total expenses and disbursements.** Add lines 24 and 25	99,349	12,516		86,500
	27		Subtract line 26 from line 12				
	a		**Excess of revenue over expenses and disbursements**	199,235			
	b		**Net investment income** (if negative, enter -0-)		285,971		
	c		**Adjusted net income**(if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	7,801	39,896	39,896
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	857,002	1,023,059	1,161,360
	c	Investments—corporate bonds (attach schedule)	30,752	53,920	52,703
	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	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	895,555	1,116,875	1,253,959
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	-492	21,988	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	896,047	1,094,887	
	30	**Total net assets or fund balances** (see instructions)	895,555	1,116,875	
	31	**Total liabilities and net assets/fund balances** (see instructions)	895,555	1,116,875	

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	895,555
2	Enter amount from Part I, line 27a	2	199,235
3	Other increases not included in line 2 (itemize) ▶	3	22,480
4	Add lines 1, 2, and 3	4	1,117,270
5	Decreases not included in line 2 (itemize) ▶	5	395
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,116,875

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

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	278,986
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	45,000	979,266	0 045953
2015	41,500	909,207	0 045644
2014	50,000	900,892	0 055501
2013	38,000	788,955	0 048165
2012	69,390	692,746	0 100167

2 **Total** of line 1, column (d)	2	0 295430
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 059086
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,188,213
5 Multiply line 4 by line 3	5	70,207
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,860
7 Add lines 5 and 6	7	73,067
8 Enter qualifying distributions from Part XII, line 4	8	86,500

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	2,860
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	2,860
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,860
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a — 0		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d — 0		
7	Total credits and payments Add lines 6a through 6d	7	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	12
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	2,872
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ — **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 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*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶MARK S MELLING Telephone no ▶(517) 787-8172

Located at ▶2620 SARADAN DRIVE JACKSON MI ZIP+4 ▶49204

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

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?.		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?. If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____	☐ Yes ☑ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) .		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). . . . . ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. . . . . ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARK S MELLING 2620 SARADAN DRIVE JACKSON, MI 49204	PRESIDENT/TREASURER 1 00	0	0	0
CHRISTINE MELLING 2620 SARADAN DRIVE JACKSON, MI 49204	VICE PRESIDENT 1 00	0	0	0
MICHELLE MCSHANE 2620 SARADAN DRIVE JACKSON, MI 49204	SECRETARY 1 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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 ▶		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 THIS FOUNDATION CONTRIBUTES FUNDS TO VARIOUS CHARITABLE ORGANIZATIONS THIS IS THE FOUNDATION'S ONLY CHARITABLE ACTIVITY	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities.		1a	1,119,037
b	Average of monthly cash balances.		1b	87,271
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	1,206,308
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	1,206,308
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	18,095
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,188,213
6	**Minimum investment return.** Enter 5% of line 5.		6	59,411

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	59,411
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 2,860		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	2,860
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	56,551
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	56,551
6	Deduction from distributable amount (see instructions).		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.		7	56,551

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	86,500
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	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	86,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	2,860
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	83,640

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				56,551
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____ , 20____ , 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 26,082				
b From 2013.				
c From 2014. 6,157				
d From 2015.				
e From 2016.				
f **Total** of lines 3a through e.	32,239			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 86,500				
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.				56,551
e Remaining amount distributed out of corpus	29,949			
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	62,188			
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 instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .	26,082			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	36,106			
10 Analysis of line 9				
a Excess from 2013. . . .				
b Excess from 2014. . . . 6,157				
c Excess from 2015. . . .				
d Excess from 2016. . . .				
e Excess from 2017. . . . 29,949				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or 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)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				86,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities. . . .			14	19,501	
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	278,986	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a CLASS ACTION SETTLEMENT		44			
b REFUND OF FEES		53			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		97		298,487	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 298,584

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2018-10-31	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
DAVID W SOMMERFELD				P00088658
Firm's name ▶ BUTZEL LONG A PROFESSIONAL CORPORATION				Firm's EIN ▶38-2384883
Firm's address ▶ 41000 WOODWARD AVENUE - STONERIDGE WEST BLOOMFIELD HILLS, MI 48304				Phone no (248) 258-1616

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
66 SHS ABBOTT LABS		2017-01-10	2017-08-16
56 SHS ABBOTT LABS		2017-01-11	2017-08-31
73 SHS ARES CAPITAL CORP		2016-12-02	2017-08-16
166 SHS ARES CAPITAL CORP		2016-12-02	2017-08-31
35 SHS BB&T		2017-05-04	2017-08-16
57 SHS BB&T		2017-05-04	2017-08-31
20 SHS CVS CORP		2017-06-09	2017-08-16
33 SHS CVS CORP		2017-05-25	2017-08-31
42 SHS CA INC		2016-12-02	2017-08-16
78 SHS CA INC		2016-12-02	2017-08-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,287		2,736	551
2,846		2,303	543
1,177		1,171	6
2,674		2,662	12
1,645		1,546	99
2,633		2,518	115
1,591		1,558	33
2,556		2,520	36
1,375		1,302	73
2,578		2,417	161

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			551
			543
			6
			12
			99
			115
			33
			36
			73
			161

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
32 SHS CAPITAL ONE		2016-12-02	2017-08-16
30 SHS CAPITAL ONE		2016-12-02	2017-08-22
47 SHS CISCO		2016-12-02	2017-08-16
81 SHS CISCO		2016-12-02	2017-08-31
37 SHS COACH INC		2016-12-02	2017-08-16
72 SHS COACH INC		2017-08-22	2017-08-31
111 SHS COMCAST CORP		2018-05-23	2018-05-29
86 SHS CONAGRA INC		2016-12-02	2017-08-16
21 SHS CONOCOPHILLIPS		2016-12-02	2017-08-16
60 SHS CONOCOPHILLIPS		2016-12-02	2017-08-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,692		2,745	-53
2,434		2,573	-139
1,521		1,374	147
2,612		2,367	245
1,504		1,338	166
3,009		2,716	293
3,486		3,553	-67
3,028		3,170	-142
919		1,012	-93
2,636		2,892	-256

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-53
			-139
			147
			245
			166
			293
			-67
			-142
			-93
			-256

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
133 SHS CORNING INC		2016-12-02	2017-08-16
76 SHS CORNING INC		2016-12-02	2017-08-31
61 SHS DUPONT FABROS TECH		2017-02-14	2017-08-16
17 SHS DUPONT FABROS TECH		2017-02-09	2017-08-31
20 SHS EMERSON ELEC CO		2017-08-28	2017-09-01
230 SHS EXTENDED STAY AMER		2016-12-02	2017-08-16
133 SHS EXTENDED STAY AMER		2016-12-02	2017-08-31
41 SHS FIRST AMERN FINL		2017-05-23	2017-08-31
29 SHS GALLAGHER ARTHUR J & CO		2016-12-02	2017-08-16
48 SHS GALLAGHER ARTHUR J & CO		2016-12-02	2017-08-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,784		3,137	647
2,187		1,793	394
3,841		3,010	831
1,098		832	266
1,184		1,167	17
4,335		3,665	670
2,603		2,119	484
2,009		1,776	233
1,716		1,426	290
2,774		2,361	413

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			647
			394
			831
			266
			17
			670
			484
			233
			290
			413

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
184 SHS GENERAL ELEC CO		2016-12-02	2017-08-16
36 SHS GILEAD SCIENCES		2007-08-16	2017-08-31
93 HEALTHSOUTH CORP		2016-12-02	2017-08-16
40 SHS INTEL CORP		2016-12-02	2017-08-16
75 SHS INTEL CORP		2016-12-02	2017-08-31
16 SHS IBM		2017-05-25	2017-08-16
18 SHS IBM		2017-05-24	2017-08-31
30 SHS INTERNATIONAL PAPER		2016-12-02	2017-08-16
50 SHS INTERNATIONAL PAPER		2016-12-02	2017-08-31
52 SHS INTERPUBLIC GROUP		2017-05-02	2017-08-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,623		5,776	-1,153
2,989		2,648	341
4,120		3,803	317
1,426		1,366	60
2,629		2,561	68
2,281		2,443	-162
2,578		2,740	-162
1,635		1,508	127
2,705		2,514	191
1,095		1,245	-150

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,153
			341
			317
			60
			68
			-162
			-162
			127
			191
			-150

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
119 SHS INTERPUBLIC GROUP		2017-05-02	2017-08-31
71 954 SHS WCM FOCUSED INTL		2017-08-31	2018-01-29
650 SHS ISHARES TR		2018-01-29	2018-05-23
742 SHARES ISHARES MSCI		2017-05-22	2017-08-31
48 SHS LAMB WESTON HLDGS		2016-12-21	2017-08-16
62 SHS LAMB WESTON HLDGS		2016-12-20	2017-08-31
79 SHS LEGG MASON		2017-01-25	2017-08-16
71 SHS LEGG MASON		2017-01-25	2017-08-31
9 SHS NORFOLK SOUTHERN		2016-12-02	2017-08-16
23 SHS NORFOLK SOUTHERN		2016-12-02	2017-08-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,388		2,849	-461
1,193		1,074	119
178,586		172,641	5,945
49,628		49,169	459
2,171		1,680	491
2,816		2,095	721
3,023		2,633	390
2,700		2,327	373
1,088		949	139
2,774		2,425	349

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-461
			119
			5,945
			459
			491
			721
			390
			373
			139
			349

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
54 SHS NUCOR		2017-04-11	2017-08-16
43 SHS NUCOR		2017-04-17	2017-08-31
33 272 SHS OBERWEIS FDS		2017-08-31	2018-01-29
77 SHS OLD REP INTL		2016-12-02	2017-08-16
136 SHS OLD REP INTL		2016-12-02	2017-08-31
106 OLIN CORP		2016-12-02	2017-08-16
91 SHS OLIN CORP		2016-12-02	2017-08-31
23 SHS ONEOK		2017-02-09	2017-08-16
48 SHS ONEOK		2017-02-10	2017-08-31
159 SHS PBF ENERGY INC		2017-06-09	2017-08-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,061		3,277	-216
2,375		2,461	-86
908		858	50
1,494		1,363	131
2,589		2,407	182
3,212		2,752	460
2,932		2,363	569
1,162		1,269	-107
2,593		2,628	-35
3,371		3,792	-421

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-216
			-86
			50
			131
			182
			460
			569
			-107
			-35
			-421

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
120 SHS PBF ENERGY INC		2017-06-09	2017-08-31
53 SHS PACWEST BANCORP		2016-12-02	2017-08-16
54 SHS PACWEST BANCORP		2016-12-02	2017-08-31
89 SHS PFIZER INC		2017-08-22	2017-08-31
31 SHS PROCTER & GAMBLE		2018-05-23	2018-06-11
10 SHS RAYTHEON CO		2016-12-02	2017-08-16
17 SHS RAYTHEON CO		2016-12-02	2017-08-31
111 REGAL ENTERTAINMENT		2017-01-09	2017-08-16
139 REGAL ENTERTAINMENT		2017-01-04	2017-08-31
42 RYDER SYSTEMS		2016-12-02	2017-08-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,804		2,519	285
2,431		2,751	-320
2,439		2,802	-363
3,021		2,950	71
2,403		2,299	104
1,781		1,502	279
3,093		2,553	540
1,847		2,441	-594
2,045		2,973	-928
3,123		3,331	-208

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			285
			-320
			-363
			71
			104
			279
			540
			-594
			-928
			-208

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
35 RYDER SYSTEMS		2016-12-02	2017-08-31
308 SELECT SECTOR SPNR		2018-01-29	2018-05-23
8 SHS SELECT SECTOR SPNR		2017-05-22	2018-01-29
139 STARWOOD PRPTY		2016-12-02	2017-08-16
118 STARWOOD PRPTY		2016-12-02	2017-08-31
121 SUMMIT HOTEL		2016-12-02	2017-08-16
86 SHS SUMMIT HOTEL		2016-12-02	2017-08-31
54 SYSCO		2017-03-24	2017-08-16
53 SYSCO		2017-04-17	2017-08-31
4 SHS WATSCO		2017-08-16	2017-08-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,701		2,776	-75
23,180		24,743	-1,563
549		446	103
3,081		3,122	-41
2,621		2,651	-30
1,829		1,751	78
1,282		1,244	38
2,765		2,842	-77
2,800		2,763	37
574		596	-22

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-75
			-1,563
			103
			-41
			-30
			78
			38
			-77
			37
			-22

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
4 SHS WATSCO		2017-08-16	2017-08-28
6 SHS WATSCO		2017-08-16	2017-08-31
46 WELLS FARGO		2017-08-16	2017-08-31
39 SHS TE CONNECTIVITY		2016-12-02	2017-08-16
3 SHS TE CONNECTIVITY		2016-12-02	2017-08-22
30 SHS TE CONNECTIVITY		2016-12-02	2017-08-31
214 SHS SCORPIO TANKERS		2016-12-02	2017-08-16
401 SHS SCORPIO TANKERS		2016-12-02	2017-08-31
21 SHS ABBVIE INC		2016-07-01	2017-08-16
38 SHS ABBVIE INC		2016-07-01	2017-08-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
569		596	-27
882		894	-12
2,340		2,432	-92
3,104		2,621	483
236		202	34
2,385		2,016	369
699		867	-168
1,634		1,624	10
1,481		1,320	161
2,856		2,388	468

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-27
			-12
			-92
			483
			34
			369
			-168
			10
			161
			468

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
26 SHS BARD C R INC		2013-05-01	2018-01-03
2 SHS BECTON DICKINSON		2016-07-01	2018-01-08
6 SHS CHEVRONTEXACO CORP		2016-07-01	2017-08-16
25 SHS CHEVRONTEXACO CORP		2016-07-01	2017-08-31
252 SHS CHURCH & DWIGHT		2016-05-04	2018-01-29
569 SHS ISHARES DJ		2016-06-01	2017-08-16
519 SHS ISHARES DJ		2016-12-02	2018-01-29
606 SHS ISHARES TR		2017-05-22	2018-05-23
182 SHS ISHARES S&P		2016-06-08	2017-08-16
646 SHS ISHARES CORE		2017-05-22	2018-06-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
8,625		2,579	6,046
44		34	10
641		625	16
2,697		2,605	92
12,372		8,649	3,723
52,407		46,462	5,945
52,758		37,721	15,037
166,497		133,842	32,655
31,403		27,798	3,605
36,343		32,281	4,062

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,046
			10
			16
			92
			3,723
			5,945
			15,037
			32,655
			3,605
			4,062

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
21 SHS MERCK & CO INC		2016-07-01	2017-08-16
39 SHS MERCK & CO INC		2016-07-01	2017-08-31
156 SHS NIKE INC		2008-02-28	2018-01-29
18 347 PRINCIPAL MIDCAP		2016-12-02	2018-01-29
853 254 SHS PRINCIPAL MIDCAP		2016-12-02	2018-05-23
8286 SPARTON CORP		2010-05-25	2017-11-20
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,316		1,218	98
2,474		2,261	213
10,566		2,425	8,141
524		415	109
23,729		17,840	5,889
190,888		22,481	168,407
11,894			11,894

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			98
			213
			8,141
			109
			5,889
			168,407
			11,894

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
OPTIMIST CHARITABLE FOUNDATION OF JACKSON 1300 W NORTH STREET JACKSON, MI 49202		501(C)(3)	GENERAL CONTRIBUTION	15,000
COMPASSIONATE MINISTRIES OF JACKSON COUNTY 3905 CLINTON RD JACKSON, MI 49201		501(C)(3)	GENERAL CONTRIBUTION	5,000
DISABILITY CONNECTIONS 409 LINDEN AVE JACKSON, MI 49203		501(C)(3)	GENERAL CONTRIBUTION	3,000
Total . . . . ▶ **3a**				86,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ELLA SHARP MUSEUM3225 FOURTH ST JACKSON, MI 49203		501(C)(3)	GENERAL CONTRIBUTION	2,500
FAMILY SERVICE & CHILDREN'S AID 330 W MICHIGAN AVE JACKSON, MI 49204		501(C)(3)	GENERAL CONTRIBUTION	3,000
FERRIS STATE UNIVERSITY420 OAK ST BIG RAPIDS, MI 49307		501(C)(3)	GENERAL CONTRIBUTION	4,000
Total . . . . ▶ 3a				86,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
JACKSON FRIENDLY HOME 435 W NORTH ST JACKSON, MI 49202		501(C)(3)	GENERAL CONTRIBUTION	5,000
JACKSON SYMPHONY ORCHESTRA 215 W MICHIGAN AVENUE JACKSON, MI 49201		501(C)(3)	GENERAL CONTRIBUTION	2,000
JACKSON Y-CENTER INC (YMCA) 127 W WESLEY ST JACKSON, MI 49201		501(C)(3)	GENERAL CONTRIBUTION	10,000
Total . . . . ▶ **3a**				86,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
LILY MISSION CENTER 1117 W G WADE DR JACKSON, MI 49203		501(C)(3)	GENERAL CONTRIBUTION	2,000
LIONS OF MICHIGAN FOUNDATION 5730 EXECUTIVE DR LANSING, MI 48911		501(C)(3)	GENERAL CONTRIBUTION	1,000
QUEEN'S ELEMENTARY SCHOOL 811 S WISNER ST JACKSON, MI 49203		501(C)(3)	GENERAL CONTRIBUTION	3,000
Total . . . . ▶ **3a**				86,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
REECE ENDEAVOR OF MIDLAND PO BOX 2212 MIDLAND, MI 48641		501(C)(3)	GENERAL CONTRIBUTION	3,000
ST JOHN'S ELEMENTARY SCHOOL 405 E NORTH ST JACKSON, MI 49202		501(C)(3)	GENERAL CONTRIBUTION	3,000
UNITED WAY536 N JACKSON ST JACKSON, MI 49201		501(C)(3)	GENERAL CONTRIBUTION	1,000
Total . . . . ▶ **3a**				86,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WITNESS TO HOPE228 N WALNUT LANSING, MI 48933		501(C)(3)	GENERAL CONTRIBUTION	10,000
LANSING CATHOLIC HIGH SCHOOL VISION 2020 501 MARSHALL ST LANSING, MI 48912		501(C)(3)	GENERAL CONTRIBUTION	10,000
VOLUNTEERS OF AMERICA 430 LARCH ST LANSING, MI 48912		501(C)(3)	GENERAL CONTRIBUTION	1,000
Total . . . . ▶ 3a				86,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GREATER JACKSON HABITAT FOR HUMANITY 251 W PROSPECT ST JACKSON, MI 49203		501(C)(3)	GENERAL CONTRIBUTION	3,000
Total . . . . ▶ 3a				86,500

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TY 2017 Investments Corporate Bonds Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
COMERICA BANK (CUSTODIAL ACCOUNT)	53,920	52,703

TY 2017 Investments Corporate Stock Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMERICA BANK (CUSTODIAL ACCOUNT)	1,023,059	1,161,360

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TY 2017 Legal Fees Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BUTZEL LONG	2,508	2,508		0

TY 2017 Other Decreases Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Description	Amount
AMORTIZATION OF BOND	395

TY 2017 Other Expenses Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMERICA BANK - INVESTMENT ADVISOR FEES	9,988	9,988		0
MISC ADMINISTRATIVE FEES	20	20		0

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TY 2017 Other Income Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENT	44		44
REFUND OF FEES	53		53

TY 2017 Other Increases Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Description	Amount
NON-CASH ENTRY, AMORTIZATION OF BOND	22,480

TY 2017 Substantial Contributors Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Name	Address
JANE E MELLING CHARITABLE LEAD UNITRUST FOR THE CHILDREN OF HARRY S MELLING	2620 SARADAN DRIVE JACKSON, MI 49204

TY 2017 Taxes Schedule

Name: MELLING FAMILY FOUNDATION

EIN: 32-0042251

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAX	333	0		0