EXTENDED TO NOVEMBER 15, 2019

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

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation: THE KAREN & DREW PESLAR FOUNDATION

A Employer identification number: 38-3374272

Number and street (or P O box number if mail is not delivered to street address): 401 SOUTH OLD WOODWARD, Room/suite: 433

B Telephone number: 248-594-6294

City or town, state or province, country, and ZIP or foreign postal code: BIRMINGHAM, MI 48009

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) ▶$ 5,467,899.

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).)

	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			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	3,127.	3,127.		STATEMENT 1
	4	Dividends and interest from securities	127,503.	127,503.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	707,714.			
	b	Gross sales price for all assets on line 6a 3,058,879.				
	7	Capital gain net income (from Part IV, line 2)		707,714.		
	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)				
	11	Other income	12,867.	12,867.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	851,211.	851,211.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	18,000.	0.		18,000.
	14	Other employee salaries and wages	50,440.	12,610.		32,786.
	15	Pension plans, employee benefits	9,145.	2,286.		5,944.
	16a	Legal fees				
	b	Accounting fees STMT 4	2,450.	1,225.		1,225.
	c	Other professional fees STMT 5	24,043.	24,043.		0.
	17	Interest				
	18	Taxes STMT 6	15,981.	3,511.		0.
	19	Depreciation and depletion	709.	234.		
	20	Occupancy	41,499.	10,375.		26,974.
	21	Travel, conferences, and meetings	1,273.	0.		1,273.
	22	Printing and publications				
	23	Other expenses STMT 7	9,951.	1,351.		8,096.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	173,491.	55,635.		94,298.
	25	Contributions, gifts, grants paid	207,050.			207,050.
	26	**Total expenses and disbursements** Add lines 24 and 25	380,541.	55,635.		301,348.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	470,670.			
	b	**Net investment income** (if negative, enter -0-)		795,576.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	125,456.	151,412.	151,412.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	5,045,311.	5,499,953.	5,313,103.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 92,777.			
	Less accumulated depreciation STMT 9 ▶ 92,276.	1,210.	501.	501.
	15 Other assets (describe ▶ STATEMENT 10)	12,437.	2,883.	2,883.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,184,414.	5,654,749.	5,467,899.
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			
	22 Other liabilities (describe ▶ PAYROLL WITHHOLDIN)	2,763.	2,428.	
	23 Total liabilities (add lines 17 through 22)	2,763.	2,428.	
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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	7,466,227.	7,466,227.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-2,284,576.	-1,813,906.	
	30 Total net assets or fund balances	5,181,651.	5,652,321.	
	31 Total liabilities and net assets/fund balances	5,184,414.	5,654,749.	

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	5,181,651.
2	Enter amount from Part I, line 27a	2	470,670.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,652,321.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,652,321.

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

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e	3,058,879.		2,351,165.	707,714.

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				707,714.

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 } 2 707,714.

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

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

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

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

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

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	302,519.	6,083,134.	.049731
2016	264,951.	5,622,556.	.047123
2015	320,952.	6,319,589.	.050787
2014	324,279.	6,654,129.	.048734
2013	306,839.	6,138,609.	.049985

2	Total of line 1, column (d)	2	.246360
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.049272
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	6,114,633.
5	Multiply line 4 by line 3	5	301,280.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,956.
7	Add lines 5 and 6	7	309,236.
8	Enter qualifying distributions from Part XII, line 4	8	331,348.

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	7,956.
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	7,956.
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	7,956.
6	Credits/Payments:			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 7,160.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 2,786.		
d	Backup withholding erroneously withheld	6d 0.		
7	Total credits and payments. Add lines 6a through 6d		7	9,946.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	1,990.
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶	1,990. **Refunded** ▶	11	0.

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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		X
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DREW PESLAR Telephone no. ▶ (248) 594-6294

Located at ▶ 401 SOUTH OLD WOODWARD, NO. 433, BIRMINGHAM, MI ZIP+4 ▶ 48009

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2018, 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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			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		X
	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 2018?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No If "Yes," list the years ▶ ______ , ______ , ______ , ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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	N/A	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? N/A	☐ 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		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	☐ Yes ☒ No			

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DREW PESLAR 401 SOUTH OLD WOODWARD, SUITE 433 BIRMINGHAM, MI 48009	CHAIRMAN 15.00	0.	0.	0.
KAREN PESLAR 401 SOUTH OLD WOODWARD, SUITE 433 BIRMINGHAM, MI 48009	DIRECTOR/TREASURER 4.00	0.	0.	0.
SAMANTHA DURAKOVIC 401 SOUTH OLD WOODWARD, SUITE 433 BIRMINGHAM, MI 48009	DIRECTOR/SECRETARY 7.00	18,000.	0.	0.
VIRGINIA WEBSTER-SMITH 401 SOUTH OLD WOODWARD, SUITE 433 BIRMINGHAM, MI 48009	PRESIDENT/EXECUTIVE DIRECT 32.00	50,440.	5,000.	0.

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

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

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

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Form **990-PF** (2018)

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	5,999,379.
b	Average of monthly cash balances	1b	208,370.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,207,749.
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	6,207,749.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	93,116.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,114,633.
6	**Minimum investment return.** Enter 5% of line 5	6	305,732.

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	305,732.
2a	Tax on investment income for 2018 from Part VI, line 5 — 2a: 7,956.		
b	Income tax for 2018. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	7,956.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	297,776.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	297,776.
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	297,776.

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	301,348.
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) SEE STATEMENT 12	3b	30,000.
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	331,348.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	7,956.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	323,392.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				297,776.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015 5,839.				
d From 2016				
e From 2017 12,662.				
f **Total** of lines 3a through e	18,501.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ $ 331,348.				
a Applied to 2017, 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 2018 distributable amount				297,776.
e Remaining amount distributed out of corpus	33,572.			
5 Excess distributions carryover applied to 2018 (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	52,073.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	52,073.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015 5,839.				
c Excess from 2016				
d Excess from 2017 12,662.				
e Excess from 2018 33,572.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 13

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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 ATTACHED SCHEDULE				207,050.
Total			▶ 3a	207,050.
b Approved for future payment				
MICHIGAN HUMANE SOCIETY 3600 AUBURN ROAD AUBURN HILLS, MI 48309		PC		20,000.
AUDUBON GREAT LAKES 17 N. STATE STREET, #1690 CHICAGO, IL 60602		PC		10,000.
Total			▶ 3b	30,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	3,127.	
4 Dividends and interest from securities			14	127,503.	
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			14	12,867.	
8 Gain or (loss) from sales of assets other than inventory			18	707,714.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		851,211.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 851,211.

(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).

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) (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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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
N/A		

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

Drew Peslar | 6/3/19 | CHAIRMAN

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
VALERIE GRUNDUSKI	VALERIE GRUNDUSKI	05/20/19		P00992278

Firm's name ▶ PLANTE & MORAN, PLLC | Firm's EIN ▶ 38-1357951

Firm's address ▶ 27400 NORTHWESTERN HIGHWAY SOUTHFIELD, MI 48034 | Phone no. (248) 352-2500

Form **990-PF** (2018)

823622 12-11-18

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	GS HEDGE FUND PARTNERS	P		
b	GOLDMAN SACHS #46529	P		
c	GOLDMAN SACHS #56297	P		
d	GOLDMAN SACHS #75122	P		
e	GOLDMAN SACHS #75122	P		
f	GOLDMAN SACHS #56193	P	12/28/09	05/01/18
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,435.			1,435.
b	1,106,447.		952,756.	153,691.
c	33,942.		33,981.	-39.
d	457,012.		448,019.	8,993.
e	1,147,384.		645,989.	501,395.
f	312,659.		270,420.	42,239.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1,435.
b				153,691.
c				-39.
d				8,993.
e				501,395.
f				42,239.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	707,714.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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04-01-18

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
GOLDMAN, SACHS & CO.	3,127.	3,127.	
TOTAL TO PART I, LINE 3	3,127.	3,127.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
GOLDMAN, SACHS & CO.	127,503.	0.	127,503.	127,503.	
TO PART I, LINE 4	127,503.	0.	127,503.	127,503.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	12,867.	12,867.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,867.	12,867.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,450.	1,225.		1,225.
TO FORM 990-PF, PG 1, LN 16B	2,450.	1,225.		1,225.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	24,043.	24,043.		0.
TO FORM 990-PF, PG 1, LN 16C	24,043.	24,043.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	12,470.	0.		0.
FOREIGN TAXES	3,511.	3,511.		0.
TO FORM 990-PF, PG 1, LN 18	15,981.	3,511.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	2,590.	648.		1,684.
MISCELLANEOUS	84.	84.		0.
OFFICE SUPPLIES	1,915.	479.		1,245.
POSTAGE AND DELIVERY	558.	140.		363.
BANK SERVICE CHARGES	42.	0.		42.
GENERAL LIABILITY	4,762.	0.		4,762.
TO FORM 990-PF, PG 1, LN 23	9,951.	1,351.		8,096.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ADVISORY - SEE ATTACHED SCHEDULE	4,083,536.	3,704,755.
BKRG ACCT - SEE ATTACHED SCHEDULE	-190,205.	172,169.
MLP - SEE ATTACHED SCHEDULE	200,936.	196,728.
BRANDYWINE - SEE ATTACHED SCHEDULE	1,405,686.	1,239,451.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,499,953.	5,313,103.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
RUG	2,950.	2,950.	0.
SHELVING	671.	671.	0.
IMPROVEMENTS	25,826.	25,826.	0.
IMPROVEMENTS	22,410.	22,410.	0.
COMPUTER EQUIPMENT	3,142.	2,826.	316.
PRINTER	404.	218.	186.
TOTAL TO FM 990-PF, PART II, LN 14	55,403.	54,901.	502.

FORM 990-PF	OTHER ASSETS	STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	2,883.	2,883.	2,883.
DIVIDEND RECEIVABLE	9,554.	0.	0.
TO FORM 990-PF, PART II, LINE 15	12,437.	2,883.	2,883.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL WITHHOLDINGS	2,763.	2,428.
TOTAL TO FORM 990-PF, PART II, LINE 22	2,763.	2,428.

FORM 990-PF EXPLANATION OF CASH SET-ASIDE STATEMENT 12
PART XII, LINE 3B

STATEMENT PURSUANT TO TREAS. REGS. 53.4942(A)-(3)(B)(7)(II):

THE KAREN AND DREW PESLAR FOUNDATION HAS MADE CERTAIN SET-ASIDES DURING THE 2018 TAX YEAR TO FUND FUTURE PROJECTS AS DESCRIBED BELOW:

- MICHIGAN HUMANE SOCIETY ($20,000 PAYABLE IN 2019, 2020): TO HELP EXPAND STATEWIDE OUTREACH PROGRAM, ENABLE ORGANIZATION TO HIRE, TRAIN AND EQUIP TWO FULL-TIME, STATEWIDE OUTREACH AGENTS TO IMPLEMENT THIS INITIATIVE, WHICH, IN TURN WILL ADD AN ESTIMATED 200 LAW ENFORCEMENT PROFESSIONALS WHO ARE CERTIFIED TO SAFELY HANDLE ANIMALS THEY ENCOUNTER, PROCESS ANIMALS AS EVIDENCE AND PROSECUTE ANIMAL ABUSERS.

- AUDUBON GREAT LAKES ($10,000 PAYABLE IN 2019): TO SUPPORT THE ESTABLISHMENT OF THE WILD INDIGO NATURE EXPLORATIONS PROGRAM IN DETROIT, ENGAGE 15 COMMUNITY GROUPS TRADITIONALLY DISCONNECTED FROM CONSERVATION WORK TO REACH 1,000 PARTICIPANTS THROUGH FIELD TRIPS AND NATURE-BASED PRESENTATIONS, CO-DEVELOP AND FACILITATE A SERIES OF 12 NATURE-BASED FIELD TRIPS AND EVENTSUSE THE PROGRAM TO CONTINUE TO BUILD AUDUBON GREAT LAKES ACTIVE PARTICIPATION IN METRO DETROIT NATURE NETWORK PARTNERSHIPS OF OVER 30 AREA CONSERVATION ORGANIZATIONS AND EXPAND AUDUBON'S ENGAGEMENT AND LEADERSHIP IN DETROIT

THESE SET-ASIDES WILL BE PAID WITHIN 60 MONTHS AFTER THE DATE OF FIRST SET-ASIDE.

THESE PROJECTS WILL NOT BE COMPLETED BEFORE THE END OF THE CURRENT TAXABLE YEAR OF THE FOUNDATION.

THE FOUNDATION IS OUTSIDE OF THE START-UP PERIOD. THE DISTRIBUTABLE AMOUNT FOR THE 2018 TAX YEAR, A FULL-PAYMENT PERIOD IS $289,820. THE ACTUAL AMOUNTS PAID DURING THE 2018 TAX YEAR, A FULL-PAYMENT PERIOD WERE $301,348. SINCE INCEPTION, THE PRIVATE FOUNDATION HAS ALWAYS SATISFIED THE MINIMUM DISTRIBUTION REQUIREMENTS OF SECTION 4942.

FORM 990-PF PART XV - LINE 1A STATEMENT 13

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

DREW PESLAR
KAREN PESLAR

2018 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	RUG	03/19/09	SL	7.00	HY	17	2,950.				2,950.	2,950.		0.	2,950.
2	SHELVING	03/24/09	SL	7.00	HY	17	671.				671.	671.		0.	671.
3	IMPROVEMENTS	02/24/09	SL	7.00	HY	17	25,826.				25,826.	25,826.		0.	25,826.
4	IMPROVEMENTS	03/26/09	SL	7.00	HY	17	22,410.				22,410.	22,410.		0.	22,410.
7	COMPUTER EQUIPMENT	07/08/14	SL	5.00	HY	17	3,142.				3,142.	2,198.		628.	2,826.
8	PRINTER	02/15/16	SL	5.00	HY	17	404.				404.	137.		81.	218.
	* TOTAL 990-PF PG 1 DEPR						55,403.				55,403.	54,192.		709.	54,901.

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(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF
TAX YEAR 2018
PART II - BALANCE SHEETS

The Karen & Drew Peslar Foundation
Cost of Securities Held
At 12/31/2018
Tax I.D. #38-3374272

Common Stocks	# Shares	Cost Basis	Market Value
GOLDMAN SACHS - ADVISORY ACCOUNT			
FIXED INCOME			
NUVEEN SYMPHONY FLOATING RATE INCOME	46,912.484	957,771.12	877,263.45
EQUITY			
S&P 500 INDEX FUND	4,973.000	1,363,230.33	1,249,990.55
GS SMALL CAP VALUE FUND	3,785.140	176,606.64	175,933.35
OTHER INVESTMENTS			
DODGE & COX INTERNATIONAL	17339.44	761,054.36	639,998.18
X-Trackers MSCI Eafe Hedged Equity ETF	23780	694,861.32	663,462.00
VANGUARD FTSE EMERGING MKTS ETF	2575	130,011.75	98,107.50
	Sub-total	**4,083,535.52**	**3,704,755.03**
GOLDMAN SACHS - NDBRKG			
WHITEHALL STREET INTL REAL ESTATE - 2008		-75,039.29	6,501.00
GS DISTRESSED OPPORTUNITIES FUND		-115,165.59	165,668.00
	Sub-total	**-190,204.88**	**172,169.00**
GOLDMAN SACHS - MLP			
ANTERO MIDSTREAM GP LP	207	4,864.50	2,314.26
KINDER MORGAN INC	192	4,046.68	2,952.96
ONEOK INC	77	4,093.96	4,154.15
PLAINS GP HOLDINGS LP	555	11,998.39	11,155.50
TARGA RESOURCES CORP	223	7,909.05	8,032.46
THE WILLIAMS COMPANIES INC	519	16,274.01	11,443.95
ANDEAVOR LOGISTICS LP	151	7,667.74	4,905.99
ANTERO MIDSTREAM PARTNERS LP	315	7,782.75	6,737.85
ENERGY TRANSFER LP	1,717	30,353.91	22,681.57
ENTERPRISE PRODUCTS PART LP	998	35,094.11	24,540.82
EQM MIDSTREAM PARTNERS LP	202	9,200.61	8,736.50
HOLLY ENERGY PARTNERS LP	800	13,088.15	22,848.00
MAGELLAN MIDSTREAM PARTNERS LP	775	14,026.41	44,221.50
PHILLIPS 66 PARTNERS LP	116	6,902.07	4,884.76
PLAINS ALL AMERICAN PIPELINE LP	313	10,107.00	6,272.52
SHELL MIDSTREAM PARTNERS LP	280	8,965.62	4,594.80
WESTERN GAS PARTNERS LP	148	9,032.51	6,250.04
	Sub-total	**201,407.47**	**196,727.63**
GOLDMAN SACHS - BRANDYWINE LCV EQUITY			
ABBVIE INC CMN	195	19,115.85	17,977.05
AFLAC INCORPORATED CMN	163	7,607.21	7,426.28
ALLSTATE CORPORATION COMMON STOCK	73	7,278.10	6,065.57
ALTRIA GROUP INC	107	6,943.23	5,370.33
AMERICAN ELECTRIC POWER INC CMN	91	6,553.82	6,801.34
AMERICAN EXPRESS CO CMN	136	13,971.63	12,963.52
AMERICAN FINANCIAL GROUP INC CMN	82	9,288.14	7,423.46
AMERIPRISE FINANCIAL INC CMN	68	9,451.32	7,097.16
AMGEN INC CMN	100	19,568.00	19,467.00
ANTHEM INC CMN	54	14,418.54	14,182.02
APPLE INC CMN	241	51,373.97	38,015.34
APTIV PLC CMN	100	9,192.00	6,157.00

FORM 990-PF
TAX YEAR 2018
PART II - BALANCE SHEETS

The Karen & Drew Peslar Foundation
Cost of Securities Held
At 12/31/2018
Tax I.D. #38-3374272

Common Stocks	# Shares	Cost Basis	Market Value
ARCHER-DANIELS MIDLAND CO CMN	213	10,683.70	8,726.61
BANK OF AMERICA CORP	1227	34,240.96	30,233.28
BB&T CORPORATION CMN	159	8,318.88	6,887.88
BEST BUY CO INC CMN	82	6,286.94	4,342.72
BIOGEN INC CMN	32	11,025.60	9,629.44
BRISTOL-MYERS SQUIBB CO CMN	222	13,415.46	11,539.56
CAPITAL ONE FINANCIAL COPR CMN	73	7,194.15	5,518.07
CARMAX INC CMN	82	6,017.16	5,143.86
CARNIVAL CORPORATION CMN	109	6,519.29	5,373.70
CATERPILLAR INC	98	13,183.94	12,452.86
CELGENE CORPORATION CMN	156	9,335.04	9,998.04
CHEVRON CORPORATION CMN	277	32,644.45	30,134 83
CISCO SYSTEMS INC CMN	689	31,471.04	29,854.37
CITIGROUP INC CMN	463	32,218.69	24,103.78
COMCAST CORPORATION CMN	442	16,282.88	15,134.08
CONOCOPHILLIPS CMN	213	14,777.94	13,280.55
CORNING INCORPORATED CMN	454	14,922.98	13,715.34
DAVITA INC CMN	104	7,647.12	5,351.84
DEERE & COMPANY CMN	66	10,156.11	9,895.38
DELTA AIRLINES INC CMN	100	5,561.00	4,990.00
DISCOVER FINANCIAL SERVICES CMN	141	10,841.49	8,316.18
DUKE ENERGY CORPORATION CMN	141	11,449.20	12,168.30
EASTMAN CHEMICAL COMPANY CMN	91	8,907.08	6,709.43
EXXON MOBIL CORPORATION CMN	546	42,435.12	37,231.74
FEDEX CORPORATION CMN	59	14,594.24	9,556.82
FIFTH THIRD BANK CORP CMN	350	10,470.74	8,312.50
FORD MOTOR COMPANY CMN	793	7,489.89	6,066.45
GENERAL DYNAMICS CORP	49	9,948.96	7,703.29
GENERAL MOTORS COMPANY CMN	227	8,299.12	7,593.15
GILEAD SCIENCES CMN	177	13,354.15	11,071.35
HARTFORD FINANCIAL SRVCS GROUP CMN	132	6,849.48	5,907.00
HCA HEALTHCARE IINC CMN	59	7,656.43	7,342.55
HESS CORPORATION CMN	111	7,007.43	4,495.50
HONEYWELL INTL CMN	88	17,475.41	15,590.16
HP INC CMN	724	15,454.94	14,859.50
INTEL CORPORATION CMN	721	34,303.16	33,836.53
INTERNATIONAL PAPER CO CMN	100	5,171.00	4,036.00
INTL BUSINESS MACHINES CORP CMN	127	18,437.86	14,436.09
JOHNSON & JOHNSON CMN	213	28,030.57	27,487.65
JP MORGAN CHASE & CO CMN	507	58,325.33	49,493.34
KINDER MORGAN INC CMN	378	5,605.74	5,813.64
KROGER COMPANY CMN	300	9,423.00	8,250.00
LOCKHEED MARTIN CORPORATION	23	6,869.41	6,022.32
LOWES COMPANIES INC CMN	141	13,802.49	13,022.76
MARATHAN OIL CORPORATION CMN	331	6,457.31	4,746.54
MERCK & CO INC CMN	336	22,911.84	25,858.56
METLIFE INC CMN	195	8,899.80	8,006.70
MONDELEZ INTERNATIONAL INC CMN	331	13,961.58	13,335.99
MORGAN STANLEY CMN	404	19,541.48	16,018.60
MYLAN NV CMN	173	6,548.05	4,740.20
NEWMONT MINING CORPORATION	177	5,656.92	6,133.05
NORTHERN TRUST CORP CMN	50	5,383.00	4,207.00
NORTHROP GRUMMAN CORP	33	7,410.81	8,081.70
NUCOR CORPORATION CMN	91	5,617.43	4,751.11
OCCIDENTAL PETROLEUM CORP CMN	107	6,158.29	6,567.66
OMNICOM GROIP CMN	59	4,106.40	4,356.56

FORM 990-PF
TAX YEAR 2018
PART II - BALANCE SHEETS

The Karen & Drew Peslar Foundation
Cost of Securities Held
At 12/31/2018
Tax I.D. #38-3374272

Common Stocks	# Shares	Cost Basis	Market Value
ORACLE CORPORATION CMN	644	31,098.76	29,076.60
PACCAR INC CMN	122	8,027.82	7,215.08
PFIZER INC CMN	839	34,565.46	36,622.35
PHILIP MORRIS INTL INC	231	20,107.71	15,684.90
PHILLIPS 66 CMN	100	11,563.00	8,615.00
PINNACLE WEST CAPITAL CMN	100	8,204.00	8,520.00
PNC FINANCIAL SERVICES GROUP CMN	113	16,337.54	13,210.83
PRUDENTIAL FINANCIAL INC CMN	91	8,939.84	7,421.05
PUBLIC SVC ENTERPRISE GROUP HOLDING CO	95	5,071.10	4,944.75
SOUTHWEST AIRLINES CO CMN	168	10,092.43	7,835.52
SUNTRUST BANKS INC CMN	172	12,693.60	8,675.68
TARGET CORPORATION CMN	136	11,130.24	8,988.24
TEXAS INSTRUMENTS INC	92	8,638.80	8,694.00
THE BANK OF NY MELLON CORP CMN	318	16,405.62	14,968.26
THE TAVELERS COMPANIES INC CMN	109	14,163.65	13,052.75
TORCHMARK CORPORATION CMN	113	9,939.62	8,421.89
US BANKCORP CMN	363	19,315.23	16,723.41
UNITED PARCEL SERVICES INC CLASS B	109	13,185.82	10,630.77
VALERO ENERGY CORPORATION	59	6,598.56	4,423.23
VERIZON COMMUNICATIONS INC CMN	712	38,461.24	40,028.64
WALGREEN BOOTS ALLIANCE INC	61	4,808.63	4,168.13
WALT DISNEY COMPANY CMN	191	21,598.28	21,111.23
WELLS FARGO & CO (NEW) CMN	811	47,232.64	37,370.88
XCEL ENERGY INC CMN	141	6,770.82	7,000.65
CHUBB LIMITED CMN	114	15,377.75	14,809.74
EATON CORP PLC CMN	141	11,370.24	9,681.06
INGERSOLL-RAND PLC CMN	91	9,021.74	8,301.93
JOHNSON CONTROLS INTERNATIONAL	261	9,022.77	7,792.94
LYONDELLBASELL INDUSTRIES N.V. CMN	126	14,137.98	10,478.16
PERRIGO CO PLC CMN	59	4,140.03	2,286.25
ROYAL CARIBBEAN CRUISES LTD ISIN	54	6,238.08	5,318.46
	Sub-total	**1,405,779.29**	**1,239,450.56**
	Total	**$5,500,517.40**	**$5,313,102.22**

The Karen & Drew Peslar Foundation
2018 Gifts
Tax I.D. #38-3374272

01-18
The Pewabic Society
10125 East Jefferson
Detroit, MI 48214
Phone: 313-882-0954 Gift: $ 5,000
Contact: Steve McBride
Class 501 (c) 3 – 509 (a) (1) Receipt: Yes

02-18
Council of Michigan Foundations
One South Avenue, Suite 8
Grand Haven, MI 49417
Phone: 616- 842-7080 Gift: $ 2,050
Contact: Robert S. Collier
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

03-18
Kids on the Go
128 Sunningdale Dr.
Grosse Pointe Woods, MI 48236
Phone: 313-332-1026 Gift: $ 5,000
Contact: Kristy Piana Schena
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

04-18
Cranbrook Institute of Science
P. O. Box 801
Bloomfield Hills, MI 48303-0801
Phone: 248-645-3143 Gift: $ 16,000
Contact: Michael Stachowiak
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

05-18
Meet the Needs
275 Beech Hill Lane
Mt. Pleasant, SC 29464
Phone: 843-577-4522 Gift: $ 1,500
Contact: Mickey Bakst
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

06-18
Furniture Bank of Southeastern Michigan
333 North Perry
Pontiac, MI 48342
Phone: 248-332-1300 Gift: $ 7,500
Contact: Robert Boyle
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

07-18
The Beaumont Health Foundation
"First Words Society"
3711 West Thirteen Mile Rd.
Royal Oak, MI 48073-6769
Phone: 248-551-5330 Gift: $ 7,500
Contact: Margaret Cooney Casey
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

08-18
Pope Francis Center
438 St. Antoine Street
Detroit, MI 48226-4318
Phone: 313-964-2823 Gift: $ 10,000
Contact: Fr. Tim McCabe
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

09-18
Forgotten Harvest
21800 Greenfield Road
Oak Park, MI 48237
Phone: 248-967-1500 Gift: $10,000
Contact: Kirk Mayes
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

10-18
Angel's Place
29299 Franklin Road, Suite 2
Southfield, MI 48034
Phone: 248-350-2203 Gift: $10,000
Contact: Cheryl Loveday
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

11-18
University of Michigan
Clements Library
Phone: 734-546-6712 Gift: $ 10,000
Contact: Kevin Graffagnino
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

12-18
Detroit Historical Society
5401 Woodward Avenue
Detroit, MI 48202
Phone: 313-833-5767 Gift: $ 10,000
Contact: Elana Rugh
Class: 501 (c) 3 – 509 (a) (2) Receipt: Yes

13-18
Edison Institute
20900 Oakwood Boulevard
Dearborn, MI 48124-4088
Phone: 313-982-6121 Gift: $ 5,000
Contact: Sherri Howes
Class: 501 (c) 3 – 509 (a) (2) Receipt: Yes

14-18
Beyond Basics
18000 West Nine Mile Road
Suite 450
Southfield, MI 48075
Phone: 248-250-9304 Gift: $ 10,000
Contact: Pamela Good
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

15-18
Michigan Opera Theatre
1526 Broadway
Detroit, MI 48226
Phone: 313-961-3500 Gift: $ 7,500
Contact: Wayne Brown
Class: 501 (c) 3 – 509 (a) (1) Receipt: Yes

16-18
Michigan Humane Society
3600 Auburn Road
Rochester Hills, MI 48309
Phone: 248-852-7420 Gift: $ 10,000
Contact: Matthew Pepper
Class: 501 (c) 3 – 509 (a) (2) Receipt: Yes

The Karen & Drew Peslar Foundation
2018 Gifts
Tax I.D. #38-3374272

17-18 / 22-18		
Loyola High School		
15325 Pinehurst		
Detroit, MI 48238		
Phone: 313-861-2407	Gift:	$ 25,000
Contact: Fr. Mark Luedtke, S.J.		$ 15,000
Class: 501(c) 3 – 509 (a) (1)	Receipt:	Yes / Yes
18-18		
Michigan Nature Association		
2310 Science Parkway, Suite 100		
Okemos, MI 48864		
Phone: 866-223-2231	Gift:	$ 5,000
Contact: Garret Johnson		
Class: 501 (c) 3 – 509 (a) (2)	Receipt:	Yes
19-18		
Gleaners Community Food Bank		
2131 Beaufait		
Detroit, MI 48207		
Phone: 313-923-3535	Gift:	$10,000
Contact: Gerald Bisson		
Class: 501 (c) 3 – 509 (a) (1)	Receipt:	Yes
20-18		
Aububon Great Lakes		
17 N. State Street, #1690		
Chicago, IL 60602		
Phone: 312-453-0230	Gift:	$10,000
Contact: Rebeccah Sanders		
Class: 501 (c) 3 – 509 (a) (1)	Receipt:	Yes
21-18		
The Nature Conservancy		
Michigan Chapter		
101 East Grand River		
Lansing, MI 48906-4348		
Phone: 517-316-2265	Gift:	$ 10,000
Contact: Helen Taylor		
Class: 501 (c) 3 – 509 (a) (1)	Receipt:	Yes
23-18		
Detroit Zoological Society		
8450 West Ten Mile Road		
Royal Oak, MI 48067		
Phone: 248-541-5717	Gift:	$ 5,000
Contact: Ron Kagan		
Class: 501 (c) 3 – 509 (a) (2)	Receipt:	Yes
Total		**$ 207,050**

2018 Gift List
Revised 2/11/19