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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.

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

OMB No 1545-0047

**2019**

Open to Public Inspection

For calendar year 2019 or tax year beginning 07/01/19 , and ending 06/30/20

| | |
|---|---|
| Name of foundation: THE WHITING FOUNDATION | A Employer identification number: 38-6056693 |
| Number and street (or P O box number if mail is not delivered to street address): G-9460 S SAGINAW ROAD SUITE J — Room/suite: | B Telephone number (see instructions): 810-767-3600 |
| City or town, state or province, country, and ZIP or foreign postal code: GRAND BLANC MI 48439 | 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) ▶ $ 15,987,629 — 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 ▶ ☐ |

6 03 04 04

**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 | 477 | 477 | 477 | |
| 4 | Dividends and interest from securities | 692,605 | 686,055 | 692,605 | |
| 5a | Gross rents | | | | |
| b | Net rental income or (loss) | | | | |
| 6a | Net gain or (loss) from sale of assets not on line 10 STMT 1 | -24,428 | | | |
| b | Gross sales price for all assets on line 6a 473,944 | | | | |
| 7 | Capital gain net income (from Part IV, line 2) | | 0 | | |
| 8 | Net short-term capital gain | | | 0 | |
| 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) STMT 2 | 12,285 | 12,285 | 12,285 | |
| 12 | **Total.** Add lines 1 through 11 | 680,939 | 698,817 | 705,367 | |
| **Operating and Administrative Expenses** | | | | | |
| 13 | Compensation of officers, directors, trustees, etc | 15,000 | 15,000 | | |
| 14 | Other employee salaries and wages | | | | |
| 15 | Pension plans, employee benefits | 1,163 | 1,163 | | |
| 16a | Legal fees (attach schedule) SEE STMT 3 | 50,000 | 5,000 | | |
| b | Accounting fees (attach schedule) | | | | |
| c | Other professional fees (attach schedule) | | | | |
| 17 | Interest | | | | |
| 18 | Taxes (attach schedule) (see instructions) STMT 4 | 19,913 | 1,183 | | |
| 19 | Depreciation (attach schedule) and depletion STMT 5 | | | | |
| 20 | Occupancy | | | | |
| 21 | Travel, conferences, and meetings | | | | |
| 22 | Printing and publications | | | | |
| 23 | Other expenses (att sch ) STMT 6 | 19,789 | 768 | | 3,538 |
| 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 105,865 | 23,114 | 0 | 3,538 |
| 25 | Contributions, gifts, grants paid | 901,339 | | | 901,339 |
| 26 | **Total expenses and disbursements.** Add lines 24 and 25 | 1,007,204 | 23,114 | 0 | 904,877 |
| 27 | Subtract line 26 from line 12 | | | | |
| a | **Excess of revenue over expenses and disbursements** | -326,265 | | | |
| b | **Net investment income** (if negative, enter -0-) | | 675,703 | | |
| c | **Adjusted net income** (if negative, enter -0-) | | | 705,367 | |

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For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2019)

## 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 | 272,456 | 60,198 | 60,198 |
| | 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 (att schedule) ▶ | | | |
| | | Less allowance for doubtful accounts ▶ 0 | | | |
| | 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) SEE STMT 7 | 9,320,988 | 9,622,801 | 15,594,814 |
| | c | Investments – corporate bonds (attach schedule) SEE STMT 8 | 687,741 | 272,024 | 332,617 |
| | 11 | Investments – land, buildings, and equipment. basis ▶ | | | |
| | | Less accumulated depreciation (attach sch ) ▶ | | | |
| | 12 | Investments – mortgage loans | | | |
| | 13 | Investments – other (attach schedule) | | | |
| | 14 | Land, buildings, and equipment basis ▶ 9,729 | | | |
| | | Less accumulated depreciation (attach sch ) ▶ STMT 9 9,729 | | | |
| | 15 | Other assets (describe ▶ ) | | | |
| | 16 | **Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I) | 10,281,185 | 9,955,023 | 15,987,629 |
| Liabilities | 17 | Accounts payable and accrued expenses | 500 | 603 | |
| | 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) | 500 | 603 | |
| Net Assets or Fund Balances | | **Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30.** | | | |
| | 24 | Net assets without donor restrictions | | | |
| | 25 | Net assets with donor restrictions | | | |
| | | **Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.** | | | |
| | 26 | Capital stock, trust principal, or current funds | 10,280,685 | 9,954,420 | |
| | 27 | Paid-in or capital surplus, or land, bldg , and equipment fund | | | |
| | 28 | Retained earnings, accumulated income, endowment, or other funds | | | |
| | 29 | **Total net assets or fund balances** (see instructions) | 10,280,685 | 9,954,420 | |
| | 30 | **Total liabilities and net assets/fund balances** (see instructions) | 10,281,185 | 9,955,023 | |

## 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 29 (must agree with end-of-year figure reported on prior year's return) | 1 | 10,280,685 |
| 2 | Enter amount from Part I, line 27a | 2 | -326,265 |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 9,954,420 |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29 | 6 | 9,954,420 |

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

| | (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 | SEE WORKSHEET | | | |
| 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 | | | | |

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 | | | | |

| | | | |
|---|---|---|---|
| 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 | -12,302 |
| 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 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)) |
|---|---|---|---|
| 2018 | 646,778 | 17,344,522 | 0.037290 |
| 2017 | 851,089 | 17,241,636 | 0.049362 |
| 2016 | 603,586 | 11,612,367 | 0.051978 |
| 2015 | 536,704 | 10,545,246 | 0.050895 |
| 2014 | 550,926 | 10,982,283 | 0.050165 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | 0.239690 |
| 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 | 0.047938 |
| 4 | Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 | 4 | 17,266,375 |
| 5 | Multiply line 4 by line 3 | 5 | 827,715 |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 6,757 |
| 7 | Add lines 5 and 6 | 7 | 834,472 |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 904,877 |

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

3



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

| | | | | | |
|---|---|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 Date of ruling or determination letter: (attach copy of letter if necessary—see instructions) | | | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b | | | 1 | 6,757 |
| 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 | 6,757 |
| 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 | 6,757 |
| 6 | Credits/Payments | | | | |
| a | 2019 estimated tax payments and 2018 overpayment credited to 2019 | 6a | 13,200 | | |
| b | Exempt foreign organizations – tax withheld at source | 6b | | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | | | |
| d | Backup withholding erroneously withheld | 6d | | | |
| 7 | Total credits and payments Add lines 6a through 6d | | | 7 | 13,200 |
| 8 | Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached | | | 8 | |
| 9 | **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | | | 9 | |
| 10 | **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | | | 10 | 6,443 |
| 11 | Enter the amount of line 10 to be **Credited to 2020 estimated tax** ▶ 6,443 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 | | 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. ▶ $ ______ **(2)** On foundation managers ▶ $ ______ | | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______ | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? | 2 | | X |
| | If "Yes," attach a detailed description of the activities | | | |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | 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? | 5 | | X |
| | If "Yes," attach the statement required by *General Instruction T* | | | |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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 2019 or the tax year beginning in 2019? See 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 ▶ THE WHITING FOUNDATION Telephone no ▶ 810-767-3600
G-9460 S SAGINAW, STE J
Located at ▶ GRAND BLANC MI ZIP+4 ▶ 48439

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 2019, 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 | N/A | 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 2019? | N/A | 1c | | |
| 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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? 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.) | 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. ▶ 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 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019 ) | 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 2019? | | 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. 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 |
|---|---|---|---|---|---|
| JOHN T. LINDHOLM<br>G9460 S SAGINAW, STE J | GRAND BLANC<br>MI 48439 | EX DIRECTOR<br>1.00 | 0 | 0 | 0 |
| LINDA J. LEMIEUX<br>G9460 S SAGINAW, STE. J | GRAND BLANC<br>MI 48439 | PRESIDENT<br>1.00 | 0 | 0 | 0 |
| LORA M. ZIEMBO<br>G9460 S SAGINAW, STE J | GRAND BLANC<br>MI 48439 | SECRETARY<br>5.00 | 15,000 | 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

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

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

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

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

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

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

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

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

| | | | |
|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes: | | |
| a | Average monthly fair market value of securities | 1a | 17,352,104 |
| b | Average of monthly cash balances | 1b | 177,211 |
| c | Fair market value of all other assets (see instructions) | 1c | 0 |
| d | **Total** (add lines 1a, b, and c) | 1d | 17,529,315 |
| 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 | 17,529,315 |
| 4 | Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions) | 4 | 262,940 |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 17,266,375 |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 863,319 |

**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 | 863,319 |
| 2a | Tax on investment income for 2019 from Part VI, line 5 | 2a | 6,757 | | |
| b | Income tax for 2019 (This does not include the tax from Part VI ) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 6,757 |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | | | 3 | 856,562 |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | |
| 5 | Add lines 3 and 4 | | | 5 | 856,562 |
| 6 | Deduction from distributable amount (see instructions) | | | 6 | |
| 7 | **Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 856,562 |

**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 | 904,877 |
| b | Program-related investments – total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 904,877 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions | 5 | 6,757 |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 898,120 |

**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 2018 | (c) 2018 | (d) 2019 |
|---|---|---|---|---|
| 1 Distributable amount for 2019 from Part XI, line 7 | | | | 856,562 |
| 2 Undistributed income, if any, as of the end of 2019 | | | | |
| a Enter amount for 2018 only | | | 1,796 | |
| b Total for prior years 20 ____, 20 ____, 20 ____ | | | | |
| 3 Excess distributions carryover, if any, to 2019 | | | | |
| a From 2014 | | | | |
| b From 2015 | | | | |
| c From 2016 | | | | |
| d From 2017 | | | | |
| e From 2018 | | | | |
| f Total of lines 3a through e | | | | |
| 4 Qualifying distributions for 2019 from Part XII, line 4 ▶ $ 904,877 | | | | |
| a Applied to 2018, but not more than line 2a | | | 1,796 | |
| b Applied to undistributed income of prior years (Election required – see instructions) | | | | |
| c Treated as distributions out of corpus (Election required – see instructions) | | | | |
| d Applied to 2019 distributable amount | | | | 856,562 |
| e Remaining amount distributed out of corpus | 46,519 | | | |
| 5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a) ) | | | | |
| **6 Enter the net total of each column as indicated below:** | | | | |
| a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 | 46,519 | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b Taxable amount – see instructions | | | | |
| e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount – see instructions | | | | |
| f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020 | | | | 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) | | | | |
| 8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) | | | | |
| **9 Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a | 46,519 | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2015 | | | | |
| b Excess from 2016 | | | | |
| c Excess from 2017 | | | | |
| d Excess from 2018 | | | | |
| e Excess from 2019 46,519 | | | | |

**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 2019, 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) 2019 | (b) 2018 | (c) 2017 | (d) 2016 | (e) Total |
| 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 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) )

N/A

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

N/A

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

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

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

JOHN T. LINDHOLM, EXECUTIVE DIR 810-767-3600
G-9460 S SAGINAW RD, SUITE J GRAND BLANC MI 48439

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

SEE STATEMENT 10

c Any submission deadlines:

APRIL 30 OF EACH YEAR

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

SEE STATEMENT 11

**Part XV Supplementary Information** *(continued)*

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

| Recipient<br>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* | | | | |
| GENESEE AREA FOCUS FUND<br>519 S SAGINAW ST, STE 200<br>FLINT MI 48502 | | SEE NOTE 1 | SEE NOTE 2 - YOUTHQUEST | 10,000 |
| MAKE A WISH MICHIGAN<br>7600 GRAND RIVER AVE, STE<br>BRIGHTON MI 48114 | | SEE NOTE 1 | SEE NOTE 2 | 8,000 |
| MIRACLE FLIGHTS<br>5740 S EASTERN AVE.<br>LAS VEGAS NV 89119 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| GENESEE COUNTY HABITAT FOR HUMANITY<br>101 BURTON ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 15,000 |
| GIRL SCOUTS OF SE MICHIGAN<br>1333 BREWERY PARK BLVD<br>DETROIT MI 48207 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| LIFELINE PILOTS<br>6100 W. DIRKSEN PARKWAY<br>PEORIA IL 61607 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| THE NEW MCCREE THEATRE<br>2138 W CARPENTER ROAD<br>FLINT MI 48505 | | SEE NOTE 1 | SEE NOTE 2 | 25,000 |
| BOYS & GIRLS CLUBS OF GREATER FLINT<br>3701 N. AVERILL AVE<br>FLINT MI 48506 | | SEE NOTE 1 | SEE NOTE 2 | 12,000 |
| FOOD BANK OF EASTERN MICHIGAN<br>2300 LAPEER ROAD<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 20,000 |
| NEW DIRECTION YOUTH PROGRAM<br>PO BOX 321011<br>FLINT MI 48532 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| Total | | | ▶ 3a | 901,339 |
| *b Approved for future payment*<br>N/A | | | | |
| Total | | | ▶ 3b | |

**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* | | | | |
| ELE'S PLACE<br>1227 W. COURT ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 15,000 |
| YMCA GREATER FLINT<br>411 E THIRD ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 1,000 |
| THE HUMANE SOCIETY OF GENESEE COUNT<br>PO BOX 190138<br>BURTON MI 48519-0318 | | SEE NOTE 1 | SEE NOTE 2 | 28,434 |
| UNITED WAY OF GENESEE COUNTY<br>111 E. COURT ST, SUITE 3A<br>FLINT MI 48502 | | SEE NOTE 1 | SEE NOTE 2 | 25,000 |
| CROSSOVER DOWNTOWN OUTREACH MINISTR<br>414 W. COURT ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 75,000 |
| CANCER RESEARCH INSTITUTE<br>29 BROADWAY, 4TH FLOOR<br>NEW YORK NY 10006-3201 | | SEE NOTE 1 | SEE NOTE 2 | 25,000 |
| WHALEY HISTORIC HOUSE MUSEUM<br>624 E. KEARSLEY ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 40,000 |
| UNITED NEGRO COLLEGE FUND INC<br>3031 W. GRAND BLVD<br>DETROIT MI 48202 | | SEE NOTE 1 | SEE NOTE 2 | 15,000 |
| FLINT CULTURAL CENTER CORP<br>1310 E. KEARSLEY ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 - SLOAN LONGWAY CAPITAL | 100,000 |
| MICHIGAN DYSLEXIA INSTITUTE<br>532 SHIAWASEE ST<br>LANSING MI 48912 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| Total | | | ▶ 3a | |
| *b Approved for future payment*<br>N/A | | | | |
| Total | | | ▶ 3b | |

**Part XV Supplementary Information** *(continued)*

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

| Recipient<br>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* | | | | |
| LIONS VISUALLY IMPAIRED YOUTH CAMP<br>3409 N. FIVE LAKES ROAD<br>LAPEER MI 48446 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| LEADER DOGS FOR THE BLIND<br>1039 S. ROCHESTER ROAD<br>ROCHESTER HILLS MI 48307 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| AMERICAN DIABETES ASSOCIATION<br>20700 CIVIC CENTER DR<br>SOUTHFIELD MI 48076 | | SEE NOTE 1 | SEE NOTE 2-CAMP MIDICHA | 10,000 |
| FRANKLIN AVENUE MISSION<br>2210 N. FRANKLIN AVENUE<br>FLINT MI 48506 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| FLINT INSTITUTE OF MUSIC<br>1025 E. KEARSLEY ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 50,000 |
| FLINT CULTURAL CENTER CORPORATION<br>1221 E KEARSLEY STREET<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 200,000 |
| MUSCULAR DYSTROPHY ASSOC<br>2133 UNIVERSITY PARK<br>OKEMOS MI 48864 | | SEE NOTE1 | SEE NOTE 2-SUMMER CAMP PROJECT | 7,000 |
| NEIGHBORHOOD ENGAGEMENT HUB<br>3216 MARTIN LUTHER KING A<br>FLINT MI 48505 | | SEE NOTE 1 | SEE NOTE 2 | 12,000 |
| JUNIOR ACHIEVEMENT OF GENESEE REGIO<br>503 S SAGINAW<br>FLINT MI 48502 | | SEE NOTE 1 | SEE NOTE 2 | 7,500 |
| BOY SCOUNTS OF AMERICA-FLINT URBAN<br>4205 E COURT ST<br>BURTON MI 48509 | | SEE NOTE 1 | SEE NOTE 2 | 6,000 |
| Total | | | ▶ 3a | |
| *b Approved for future payment*<br>N/A | | | | |
| Total | | | ▶ 3b | |

**Part XV Supplementary Information** *(continued)*

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

| Recipient<br>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* | | | | |
| HURLEY FOUNDATION-CHILD LIFE SERVIC<br>ONE HURLEY PLAZA<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 4,860 |
| GENESSE CO FREE MEDICAL CLINIC<br>2437 WELCH BLVD<br>FLINT MI 48504 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| FLINT JEWISH FEDERATION<br>5080 W BRISTOL RD<br>FLINT MI 48507 | | SEE NOTE 1 | SEE NOTE 2 | 15,000 |
| MOTT COMMUNITY COLLEGE<br>1401 E COURT ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 11,500 |
| SHELTER OF FLINT, INC<br>924 CEDAR ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 13,045 |
| ENNIS CENTER FOR CHILDREN INC<br>129 EAST THIRD ST<br>FLINT MI 48502 | | SEE NOTE 1 | SEE NOTE 2 | 10,000 |
| FLINT PUBLIC LIBRARY<br>1026 E. KEARSLEY ST<br>FLINT MI 48503 | | SEE NOTE 1 | SEE NOTE 2 | 50,000 |
| Total | | | ▶ 3a | |
| **b** *Approved for future payment*<br>N/A | | | | |
| Total | | | ▶ 3b | |

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

| Enter gross amounts unless otherwise indicated | Unrelated business income (a) Business code | (b) Amount | Excluded by section 512, 513, or 514 (c) Exclusion code | (d) Amount | (e) Related or exempt function income (See instructions ) |
|---|---|---|---|---|---|
| 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 | 477 | |
| 4 Dividends and interest from securities | | | 14 | 692,605 | |
| 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 | 12,285 | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | -24,428 | |
| 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 | | 680,939 | 0 |
| 13 **Total.** Add line 12, columns (b), (d), and (e) | | | | 13 | 680,939 |

(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 ) |
|---|---|
| 3 | ASSISTANCE OF CHARITABLE PROGRAMS -FLINT MI AREA |
| 4 | ASSISTANCE OF CHARITABLE PROGRAMS -FLINT MI AREA |

**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.

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

Linda J. LeMieux 11-19-20 PRESIDENT

Signature of officer or trustee Linda J. LeMieux | Date | Title

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed |
|---|---|---|---|
| John T. Lindholm | | 10-14-20 | |

Firm's name ▶ WINEGARDEN HALEY LINDHOLM TUCKER & HIMELHOCH, PLC — PTIN P01250629

Firm's address ▶ G9460 S SAGINAW RD, STE A GRAND BLANC, MI 48439 — Firm's EIN ▶ 38-1427796

Phone no 810-767-3600

# Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2019, or tax year beginning 07/01/19 , and ending 06/30/20 | **2019**

Name: THE WHITING FOUNDATION

Employer Identification Number: 38-6056693

| | (a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co | (b) How acquired P-Purchase D-Donation | (c) Date acquired (mo , day, yr ) | (d) Date sold (mo , day, yr ) |
|---|---|---|---|---|
| (1) | ARCELORMITTAL | P | 08/02/12 | 08/30/19 |
| (2) | BB&T CORPORATION | P | 03/23/17 | 09/03/19 |
| (3) | BB&T CORPORATION | P | 04/26/12 | 09/03/19 |
| (4) | JP MORGAN CHASE | P | 06/16/14 | 09/03/19 |
| (5) | THE ALLSTATE CORP | P | 02/24/14 | 10/15/19 |
| (6) | GANNETT CO INC | P | 08/08/16 | 11/20/19 |
| (7) | GANNETT CO INC | P | 05/20/04 | 11/20/19 |
| (8) | GANNETT CO INC | P | 11/21/19 | 12/02/19 |
| (9) | CAPITAL ONE FINL | P | 02/17/15 | 12/02/19 |
| (10) | CAPITAL ONE FINL | P | 12/14/16 | 12/02/19 |
| (11) | PUBLIC STORAGE | P | 12/08/14 | 12/30/19 |
| (12) | DEUTSCHE BK CAP | P | 08/17/09 | 12/30/19 |
| (13) | | | | |
| (14) | | | | |
| (15) | | | | |

| | (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) | 54,492 | | 49,655 | 4,837 |
| (2) | 50,000 | | 50,994 | -994 |
| (3) | 40,000 | | 40,000 | |
| (4) | 50,000 | | 50,000 | |
| (5) | 50,000 | | 50,000 | |
| (6) | 19,411 | | 24,677 | -5,266 |
| (7) | 9,706 | | 23,461 | -13,755 |
| (8) | 1 | | 1 | |
| (9) | 25,000 | | 25,224 | -224 |
| (10) | 25,000 | | 25,237 | -237 |
| (11) | 50,000 | | 49,645 | 355 |
| (12) | 52,500 | | 49,518 | 2,982 |
| (13) | | | | |
| (14) | | | | |
| (15) | | | | |

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)) |
|---|---|---|---|---|
| (1) | | | | 4,837 |
| (2) | | | | -994 |
| (3) | | | | |
| (4) | | | | |
| (5) | | | | |
| (6) | | | | -5,266 |
| (7) | | | | -13,755 |
| (8) | | | | |
| (9) | | | | -224 |
| (10) | | | | -237 |
| (11) | | | | 355 |
| (12) | | | | 2,982 |
| (13) | | | | |
| (14) | | | | |
| (15) | | | | |

## Form 990-PF - General Footnote

| Description |
|---|
| NOTE 1 - ALL OF THE NAMED ARE PUBLIC CHARITIES DESCRIBED IN SECTION 509(A) (1) OF THE CODE.<br>NOTE 2 - UNLESS OTHERWISE STATED ALL GIFTS WERE GIVEN FOR THE GENERAL PURPOSE OF THE RECIPIENT IN EACH CASE, WITHOUT LIMITATION. |

# Federal Statements



## Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

| Description | | | How Received | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whom Sold | Date Acquired | Date Sold | Sale Price | Cost | Expense | Depreciation | Net Gain / Loss |
| STANLEY BLACK & DECKER | | | PURCHASE | | | | |
| | 11/13/12 | 12/31/19 | $ 47,500 | $ 50,334 | $ | $ | $ -2,834 |
| REALTY INCM CRP REIT | | | PURCHASE | | | | |
| | 5/27/11 | 1/31/20 | | 589 | | | -589 |
| ALLIANCE BERNSTEIN GLOBAL | | | PURCHASE | | | | |
| | 5/27/11 | 1/31/20 | | 127 | | | -127 |
| CALAMOS CONV & HIGH INC | | | PURCHASE | | | | |
| | 5/27/11 | 1/31/20 | | 437 | | | -437 |
| ENTERGY CORP NEW | | | PURCHASE | | | | |
| | 6/08/03 | 2/29/20 | | 1,830 | | | -1,830 |
| KINDER MORGAN | | | PURCHASE | | | | |
| | 12/03/14 | 1/31/20 | | 723 | | | -723 |
| TRITON INTL LTD | | | PURCHASE | | | | |
| | 1/17/18 | 1/31/20 | | 3,276 | | | -3,276 |
| VENTAS INC | | | PURCHASE | | | | |
| | 12/03/15 | 1/31/20 | | 1,490 | | | -1,490 |
| BLACKROCK RES & COMMODIT | | | PURCHASE | | | | |
| | 3/28/11 | 1/31/20 | | 974 | | | -974 |
| GABELLI DIVIDEND & INC TR | | | PURCHASE | | | | |
| | 11/24/03 | 1/31/20 | | 180 | | | -180 |
| KINDER MORGAN | | | PURCHASE | | | | |
| | 12/03/14 | 2/29/20 | 289 | | | | 289 |
| RAYTHEON | | | PURCHASE | | | | |
| | 5/20/04 | 4/08/20 | 45 | | | | 45 |
| TOTAL | | | $ 47,834 | $ 59,960 | $ 0 | $ 0 | $ -12,126 |

# Federal Statements

## Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

| Description | Revenue per Books | Net Investment Income | Adjusted Net Income |
|---|---|---|---|
| SETTLEMENT | $ 12,285 | $ 12,285 | $ 12,285 |
| TOTAL | $ 12,285 | $ 12,285 | $ 12,285 |

## Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|---|---|---|---|---|
| LEGAL FEES | $ 50,000 | $ 5,000 | $ | $ |
| TOTAL | $ 50,000 | $ 5,000 | $ 0 | $ 0 |

## Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|---|---|---|---|---|
| FOREIGN TAX | $ 1,183 | $ 1,183 | $ | $ |
| ESTIMATED TAX | 18,730 | | | |
| TOTAL | $ 19,913 | $ 1,183 | $ 0 | $ 0 |

# Federal Statements



## Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

| Description<br>Date Acquired | Cost Basis | Prior Year Depreciation | Method | Life | Current Year Depreciation | Net Investment Income | Adjusted Net Income |
|---|---|---|---|---|---|---|---|
| EQUIPMENT | | | | | | | |
| 12/31/00 | $ 5,718 | $ 5,718 | 200DB | 7 | $ | $ | $ |
| TELEPHONES | | | | | | | |
| 7/06/01 | 1,162 | 1,162 | 200DB | 7 | | | |
| COMPUTER - 1999-2000 | | | | | | | |
| 12/14/00 | 2,849 | 2,849 | 200DB | 5 | | | |
| TOTAL | $ 9,729 | $ 9,729 | | | $ 0 | $ 0 | $ 0 |

## Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|---|---|---|---|---|
| | $ | $ | $ | $ |
| EXPENSES | | | | |
| CHECKING ACCOUNT FEES | 428 | 428 | | |
| DEPOSITORY BANK FEES | 340 | 340 | | |
| INSURANCE | 816 | | | |
| OFFICE EXPENSE | 17,688 | | | 3,538 |
| AMORTIZATION EXPENSE | 517 | | | |
| TOTAL | $ 19,789 | $ 768 | $ 0 | $ 3,538 |

## Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|---|---|---|---|---|
| AEGON FUNDING CO LLC | $ | $ 50,000 | COST | $ 45,960 |
| AMERICAN FINANCIAL GROUP SUB DEB | 100,508 | 100,503 | COST | 100,600 |
| ASSOCIATED BANC-CORP PFD SERIES D 5. | 112,800 | 112,800 | COST | 125,000 |
| AXIS CAPITAL HLDS LTD | 116,404 | 116,404 | COST | 117,700 |
| BANCO SANDERS SA NEW MONEY | 108,702 | 108,702 | COST | 96,345 |

# Federal Statements



## Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|---|---|---|---|---|
| BOK FINANCIAL CORP SUB NOTES 5.375% | $ 99,321 | $ 99,321 | COST | $ 107,142 |
| DIVERSIFIED HEALTHCARE 6.25% | | 25,000 | COST | 18,730 |
| DOMINION ENERGY INC | 98,223 | 98,223 | COST | 106,890 |
| DTE ENERGY JR SUB DEB SER B 5.375% | 100,000 | 100,000 | COST | 100,600 |
| ENERGY NEW ORLEANS INC FIRST MORTGAG | 99,771 | 99,771 | COST | 105,247 |
| FIRST REPUBLIC BANK NON CUM SR | 50,000 | 50,000 | COST | 51,480 |
| FIRST REPUBLIC BANK SER F NON-CUM PF | 100,530 | 100,530 | COST | 101,000 |
| GOLDMAN SACHS GROUP INC 6.3% SER N | 100,000 | 100,000 | COST | 103,800 |
| GLOBE LIFE INC | | 100,000 | COST | 102,360 |
| LEGG MASON INC JUNIOR SUB NOTES | 116,887 | 116,888 | COST | 124,000 |
| LEHMAN BROS HLDG CP TR V 6.0% | 50,000 | 50,000 | COST | 240 |
| METLIFE INC | | 100,000 | COST | 98,280 |
| NEXTERA ENERGY CAP HLDS SERIES J | 25,000 | 25,000 | COST | 25,260 |
| OAKTREE CAPITAL GRP LLC PREFERRED UN | 100,000 | 100,000 | COST | 102,400 |
| PS BUSINESS PARK INC | 49,200 | 49,200 | COST | 49,240 |
| THE SOUTHERN CO | 98,976 | 98,976 | COST | 105,294 |
| US CELLULAR 6.95% PFD | 72,622 | 72,619 | COST | 70,438 |
| WELLS FARGO & CO NON-CUM 4.75% SER Z | | 80,000 | COST | 74,368 |
| WELLS FARGO & CO 5.125% PFD. SER O | 50,000 | 50,000 | COST | 49,680 |
| WELLS FARGO & CO 5.5% PFD SER X | 50,000 | 50,000 | COST | 50,260 |
| WESTERN ALLIANCE BANCORP | 50,479 | 50,479 | COST | 53,277 |
| AFLAC INC - 1750 SHARES | 50,445 | 50,445 | COST | 63,053 |
| ALLIANT ENERGY CORP - 8400 SHARES | 122,132 | 122,132 | COST | 401,856 |
| AMBEV SA SHS ADR - 9,000 SHARES | 50,088 | 50,088 | COST | 23,760 |
| AMERICAN ELECTRIC POWER INC - 610 SH | 24,839 | 24,839 | COST | 48,580 |
| ASTRAZENECA PLC ADR - 3300 SHARES | 98,829 | 98,830 | COST | 174,537 |
| AT&T | 74,881 | 74,881 | COST | 361,490 |
| BP PLC | 110,959 | 110,959 | COST | 76,490 |
| BRISTOL MYERS SQUIBB | 68,805 | 68,805 | COST | 235,200 |
| CAMPBELL SOUP CO | 63,034 | 63,034 | COST | 99,260 |
| CARRIER GLOBAL CORP REG | | 10,569 | COST | 44,440 |
| CARS.COM INC | 38,021 | 38,021 | COST | 3,836 |
| CENTERPOINT ENERGY INC. | 79,808 | 79,808 | COST | 74,680 |
| CENTURYLINK INC | 23,130 | 23,130 | COST | 9,027 |
| CISCO SYSTEMS INC | 56,363 | 56,363 | COST | 79,288 |
| COCA COLA COM | 59,059 | 59,059 | COST | 55,850 |
| DEERE & CO | 76,061 | 76,061 | COST | 628,600 |

## Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|---|---|---|---|---|
| DIGITAL RLTY TR INC | $ 58,480 | $ 58,480 | COST | $ 78,161 |
| DPS LEHMAN BROS HOLDING PFD STK | 50,000 | 50,000 | COST | |
| DTE ENERGY CO | 58,802 | 58,802 | COST | 224,783 |
| ELI LILLY & CO | 37,933 | 37,933 | COST | 154,329 |
| EXACT SIENCES CORP COM | | 70,808 | COST | 64,336 |
| EXELON CORPORATION | 63,076 | 63,076 | COST | 145,160 |
| EXXON MOBILE | 9,783 | 9,783 | COST | 369,208 |
| FIRSTENERGY CORP | 62,287 | 62,287 | COST | 116,340 |
| FORD MOTOR COMPANY | 24,938 | 24,938 | COST | 12,920 |
| GANNETT CO INC | 48,138 | 10,366 | COST | 2,247 |
| GARMIN LTD. | 97,169 | 97,170 | COST | 253,500 |
| GENERAL MOTORS COMPANY | 93,782 | 93,782 | COST | 50,600 |
| GLAXOSMITHKLINE PLC | 76,774 | 76,774 | COST | 71,383 |
| HP INC | 27,796 | 27,796 | COST | 34,860 |
| HUNTINGTON BANCSHS INC | 729,994 | 729,994 | COST | 716,900 |
| INTEL CORP | 123,396 | 123,396 | COST | 203,422 |
| INTL BUSINESS MACHINES CORP | 56,966 | 56,966 | COST | 42,270 |
| INTERNATIONAL PAPER CO | 106,100 | 106,100 | COST | 70,420 |
| INTRPUBLIC GRP OF CO | 97,714 | 97,714 | COST | 66,924 |
| JP MORGAN CHASE & CO | 53,163 | 53,163 | COST | 1,255,701 |
| KINDER MORGAN INC DEL | 59,355 | 58,920 | COST | 21,951 |
| LYONDELIBASELL INDUSTRIES | 56,158 | 56,158 | COST | 42,718 |
| MDU RESOURCES GROUP INC | 3,650 | 3,650 | COST | 44,915 |
| MOTORS LIQUIDATIONG CO GUC TR | | | COST | 153 |
| OTIS WORLDWIDE CORP REG | | 15,847 | COST | 56,860 |
| PAYCHEX INC | 40,976 | 40,976 | COST | 75,750 |
| PFIZER INC | 69,009 | 69,009 | COST | 128,838 |
| PITNEY BOWES INC | 63,693 | 63,693 | COST | 3,900 |
| PPL CORPORATION | 38,063 | 38,063 | COST | 103,360 |
| PROCTOR & GAMBLE CO | 146,704 | 146,704 | COST | 478,280 |
| PUBLIC SVC ENTERPRISE GRP | 50,535 | 50,535 | COST | 196,640 |
| QUALCOMM INC | 124,705 | 124,705 | COST | 205,223 |
| RATHEON TECHNOLOGIES | | 58,364 | COST | 361,155 |
| ROYAL DUTCH SHEL PLC | 104,983 | 104,983 | COST | 60,900 |
| SOUTHERN COMPANY | 41,385 | 41,385 | COST | 51,850 |
| TC ENERGY CORP | | 57,960 | COST | 51,432 |
| TEGNA INC | 66,977 | 66,977 | COST | 22,280 |

# Federal Statements

## Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|---|---|---|---|---|
| TRITON INTL LTD SHS CL A | $ 75,122 | $ 71,846 | COST | $ 63,504 |
| VENTAS INC REIT | 99,425 | 97,935 | COST | 69,578 |
| VERIZON COMMUNICATIONS | 40,552 | 40,552 | COST | 191,963 |
| VODAFONE GROUP PLC | 56,290 | 56,290 | COST | 34,271 |
| WASTE MANAGEMENT INC | 102,510 | 102,510 | COST | 381,276 |
| WEC ENERGY GROUP INC | 23,254 | 23,254 | COST | 79,060 |
| WEYERHAEUSER CO | 136,054 | 136,054 | COST | 109,740 |
| BLACKROCK RES & COMMODITIES STRATEGY | 38,684 | 37,709 | COST | 15,325 |
| COHEN & STEER SELECT PFD & INCOME | 49,854 | 49,854 | COST | 49,260 |
| GABELLI DIVIDEND & INCOME TRUST | 94,123 | 93,943 | COST | 88,000 |
| AEGON FUNDING CO LLC | | 37,500 | COST | 34,470 |
| AFLAC INC - 1750 SHARES | 50,441 | 50,441 | COST | 63,053 |
| ALCON SA ACT NOM | 9,228 | 9,228 | COST | 11,464 |
| ALLIANCEBERNSTEIN GLOBAL - 2000 SHAR | 31,185 | 31,058 | COST | 20,200 |
| ALTRIA GROUP INC - 1400 SHARES | 13,315 | 13,315 | COST | 54,950 |
| ANALOG DEVICES INC COM - 400 SHARES | 33,352 | 33,352 | COST | 49,056 |
| APPLE INC - 500 SHARES | 72,898 | 72,898 | COST | 182,400 |
| AT&T | 4,622 | 4,622 | COST | 43,259 |
| BLACKROCK LTD DUR INC TR | 36,764 | 36,764 | COST | 27,860 |
| BP PLC - | 110,707 | 110,707 | COST | 76,490 |
| CALAMOS CONV & HIGH INC FUND | 31,911 | 31,474 | COST | 28,350 |
| CHEVRON CORP | 29,340 | 29,340 | COST | 137,414 |
| CISCO SYSTEMS INC | 31,381 | 31,381 | COST | 46,640 |
| CONOCOPHILLIPS | 42,466 | 42,466 | COST | 21,010 |
| CONSOLIDATED EDISON INC | 17,708 | 17,708 | COST | 50,351 |
| CONSUMERS ENERGY COMPANY SER B 4.5% | 10,495 | 10,495 | COST | 30,885 |
| CORTEVA IN REG SHS | 1,426 | 1,426 | COST | 24,111 |
| CORP OFFICE PPTYS TRUST REIT | 35,024 | 35,024 | COST | 25,340 |
| DOMINION ENERGY INC | 2,791 | 2,791 | COST | 39,372 |
| DOWDUPONT INC COM | 2,576 | 2,576 | COST | 36,684 |
| DUKE ENERGY CORP NEW | 26,153 | 26,153 | COST | 50,331 |
| DUPONT E I DE NEMOURS & CO PFD CUM S | 12,229 | 12,229 | COST | 19,600 |
| DUPONT E I DE NEMOURS & CO PFD CUM S | 3,932 | 3,932 | COST | 47,817 |
| EATON VANCE LTD DUR INC FUND | 32,775 | 32,775 | COST | 22,540 |
| ELI LILLY & CO | 38,374 | 38,374 | COST | 164,180 |
| ENBRIDGE INC COM | 5,631 | 5,631 | COST | 11,651 |
| ENTERGY CORP NEW | 17,653 | 15,823 | COST | 46,905 |

# Federal Statements

## Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|---|---|---|---|---|
| EXACT SCIENCES CORP COM | $ | $ 36,019 | COST | $ 32,603 |
| EXELON CORPORATION | 14,990 | 14,990 | COST | 36,290 |
| EXXON MOBILE | 28,898 | 28,898 | COST | 89,440 |
| FIRSTENERGY CORP | 27,857 | 27,857 | COST | 51,616 |
| GOLUB CAP BDC INC | 49,468 | 49,468 | COST | 32,620 |
| INTEL CORP | 50,257 | 50,257 | COST | 119,660 |
| INTRPUBLIC GRP OF CO | 200,911 | 200,911 | COST | 137,280 |
| ISHARES INTL SELECT | 257,737 | 257,737 | COST | 200,960 |
| ISHARES S&P 500 | 194,315 | 194,315 | COST | 290,486 |
| ISHARES S&P 500 VALUE | 198,103 | 198,103 | COST | 205,599 |
| ISHARES S&P MIDCAP 400 | 98,171 | 98,171 | COST | 112,010 |
| ISHARES S&P MIDCAP 400 | 102,856 | 102,856 | COST | 93,058 |
| ISHARES TR RUSSELL 2000 | 96,050 | 96,050 | COST | 100,226 |
| KRAFT | 6,208 | 6,208 | COST | 14,701 |
| LOCKHEED MARTIN CORP | 49,772 | 49,772 | COST | 167,863 |
| MERCK AND CO INC | 36,332 | 36,332 | COST | 77,330 |
| MONDELEZ INTERNATIONAL INC | 12,818 | 12,818 | COST | 70,764 |
| MOTORS LIQUIDATIONG CO GUC TR | 1 | | COST | 190 |
| NEXTRA ENERGY CAP HLDGS SERIES J JR | 49,980 | 49,980 | COST | 50,520 |
| NOVARTIS ADR | 66,729 | 66,729 | COST | 87,340 |
| PFIZER INC | 34,505 | 34,505 | COST | 64,419 |
| PHILIP MORRIS INTL INC | 21,849 | 21,849 | COST | 70,060 |
| PIONEER BOND FUND CLASS Y | 7,507 | 7,508 | COST | 6,647 |
| PPL CORPORATION | 11,594 | 11,594 | COST | 25,840 |
| PPLUS TR SERIES RRD-1 CLASS A TR CER | 20,245 | 20,245 | COST | 13,536 |
| PS BUSINESS PARKS INC 5.2% SERIES W | 49,197 | 49,197 | COST | 49,240 |
| PUBLIC SVC ENTERPRISE GRP | 12,687 | 12,687 | COST | 49,160 |
| QUALCOMM INC | 18,736 | 18,736 | COST | 31,924 |
| RAYTHEON CO. DELAWARE NEW | 23,108 | | COST | |
| REALTY INCM CRP MD PVS 1 REIT | 32,361 | 31,771 | COST | 59,500 |
| SCE TRUST II PFD STOCK 5.1% | 50,000 | 50,000 | COST | 45,540 |
| SOUTHERN COMPANY | 1,161 | 1,161 | COST | 20,740 |
| STANLEY BLACK & DECKER JR SUB DEB | 50,347 | | COST | |
| TRANSCANADA CORP | 57,960 | | COST | |
| UNITED PARCEL SVC CL B | 35,207 | 35,207 | COST | 55,590 |
| UNITED TECHS CORP | 61,677 | | COST | |
| US CELLULAR SR NOTES 6.95% | 75,548 | 75,503 | COST | 66,150 |

# Federal Statements



## Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|---|---|---|---|---|
| VANGUARD FTSE EMERGING MARKETS ETF | $ 102,848 | $ 102,848 | COST | $ 99,025 |
| VERIZON COMMUNICATIONS | 7,495 | 7,495 | COST | 76,300 |
| WELLS FARGO & CO 5.125% PFD. SER O | 75,000 | 75,000 | COST | 74,520 |
| XCEL ENERGY INC | 21,897 | 21,897 | COST | 62,500 |
| TORCHMARK CORPORATION JR SUB DEB | 100,000 | | COST | |
| TOTAL | $ 9,320,988 | $ 9,622,801 | | $ 15,594,814 |

## Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|---|---|---|---|---|
| ABBEY NATIONAL PLC 7.95% | $ 47,169 | $ | | $ |
| ARCELORMITTAL 5.5% | 49,655 | | | |
| ALLSTATE CORPORATION - 2,000 SHARES | 50,000 | | | |
| BB&T CORPORATION 5.85% PFD | 90,994 | | | |
| CAPITAL ONE FINCL CORP | 50,461 | | | |
| DEUTSCHE BANK CAPITAL TR V 8.05% PFD | 49,518 | | | |
| JP MORGAN CHASE & CO 6.3% SERIES T | 50,000 | | | |
| PUBLIC STORAGE 5.875% PFD SER A | 49,645 | | | |
| SENIOR HOUSING 6.25% SR. NOTE DUE 2/ | 25,000 | | | |
| NEXEN INC 6.4% | 24,187 | 24,112 | | 31,082 |
| PROTECTIVE LIFE CORP 8.45% | 23,734 | 23,613 | | 29,236 |
| TELECOM ITALIA CAPITAL CO GLB 6.375% | 48,618 | 48,618 | | 55,248 |
| MORGAN STANLEY 5.75% | 49,715 | 49,715 | | 51,493 |
| DELL COMPUTER CORP 7.1% | 29,128 | 29,028 | | 32,970 |
| SANTANDER UK PLC 7.95% | | 47,021 | | 59,795 |
| GOLDMAN SACHS GROUP INC 6.75% | 49,917 | 49,917 | | 72,793 |
| TOTAL | $ 687,741 | $ 272,024 | | $ 332,617 |

# Federal Statements

## Statement 9 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

| Description | Beginning Net Book | End Cost / Basis | End Accumulated Depreciation | Net FMV |
|---|---|---|---|---|
| | $ | $ 9,729 | $ 9,729 | $ |
| TOTAL | $ 0 | $ 9,729 | $ 9,729 | $ 0 |

## Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

| Description |
|---|
| IN CONCISE FORM DESCRIPTION OF ACTIVITIES, AND AN EXPLANATION OF NEEDS, A CURRENT AND ENSUING BUDGET AND DETAIL OF ADMIN EXPENSES AND SALARIES |

## Form 990-PF, Part XV, Line 2c - Submission Deadlines

| Description |
|---|
| APRIL 30 OF EACH YEAR |

## Statement 11 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

| Description |
|---|
| GENESEE COUNTY AREA, INCLUDING THE CITY OF FLINT, WITH AN EMPHASIS ON (1) BASIC HUMAN NEEDS FOR UNDERPRIVILEGED AND (2) CULTURAL ACTIVITIES |

# Underdistribution and Excess Distributions for Part XIII

Form **990-PF** For calendar year 2019, or tax year beginning 07/01/19, ending 06/30/20 **2019**

Name,

THE WHITING FOUNDATION

Employer Identification Number
38-6056693

## Undistributed Income Carryovers

Form 990-PF, Part XIII

| Tax Year | Prior Undistributed Income | | | Current Year Decreases | Next Year Carryover | |
|---|---|---|---|---|---|---|
| | Nontaxable or Previously Taxed | Taxable in 2019 | Total per Year | | Nontaxable or Previously Taxed | Taxable in 2020 |
| Years prior | | | | | | |
| 20 15 | | | | | | |
| 20 16 | | | | | | |
| 20 17 | | | | | | |
| 2018 | | 1,796 | 1,796 | 1,796 | | |
| 2019 | | | 856,562 | 856,562 | | |
| Total Carryover to Next Year | | | | | | 0 |

* Carryover amount includes 4942(a) amounts

## Excess Distribution Carryovers

Form 990-PF, Part XIII

| Preceding Tax Year Excess Distributions | Current Year Decreases | Next Year Carryover |
|---|---|---|
| 2014 | | |
| 2015 | | |
| 2016 | | |
| 2017 | | |
| 2018 | | |
| Current Year Excess Distribution Generated (2019) | | 46,519 |
| Total Carryover to Next Year | | 46,519 |

Form **990PF**

# Two Year Comparison Report

**2018 & 2019**

For calendar year 2019, or tax year beginning 07/01/19 , ending 06/30/20

Name: THE WHITING FOUNDATION

Taxpayer Identification Number: 38-6056693

| Section | Line | No. | 2018 Revenue and expenses per books | 2018 Net investment income | 2019 Revenue and expenses per books | 2019 Net investment income | Differences Revenue and expenses per books | Differences Net investment income |
|---|---|---|---|---|---|---|---|---|
| Revenue | 1. Contributions, gifts, grants, and similar amounts received | 1. | | | | | | |
| Revenue | 2. Interest on savings and temporary cash investments | 2. | 1,042 | 1,042 | 477 | 477 | -565 | -565 |
| Revenue | 3. Dividends and interest from securities | 3. | 681,455 | 674,506 | 692,605 | 686,055 | 11,150 | 11,549 |
| Revenue | 4. Gross rents | 4. | | | | | | |
| Revenue | 5. Net gain or (loss) from sale of assets | 5. | -29,824 | | -24,428 | | 5,396 | |
| Revenue | 6. Capital gain net income | 6. | | | | | | |
| Revenue | 7. Gross profit or (loss) | 7. | | | | | | |
| Revenue | 8. Other income | 8. | | | 12,285 | 12,285 | 12,285 | 12,285 |
| Revenue | 9. **Total.** Add lines 1 through 8 | 9. | 652,673 | 675,548 | 680,939 | 698,817 | 28,266 | 23,269 |
| Expenses & Deductions | 10. Compensation of officers, directors, trustees, etc. | 10. | 15,000 | 15,000 | 15,000 | 15,000 | | |
| Expenses & Deductions | 11. Other employee salaries and wages | 11. | | | | | | |
| Expenses & Deductions | 12. Pension plans, employee benefits | 12. | 1,235 | 1,235 | 1,163 | 1,163 | -72 | -72 |
| Expenses & Deductions | 13. Professional fees | 13. | 50,000 | 5,000 | 50,000 | 5,000 | | |
| Expenses & Deductions | 14. Interest | 14. | | | | | | |
| Expenses & Deductions | 15. Taxes | 15. | 3,519 | 1,041 | 19,913 | 1,183 | 16,394 | 142 |
| Expenses & Deductions | 16. Depreciation and depletion | 16. | | | | | | |
| Expenses & Deductions | 17. Occupancy | 17. | | | | | | |
| Expenses & Deductions | 18. Other expenses | 18. | 15,956 | 754 | 19,789 | 768 | 3,833 | 14 |
| Expenses & Deductions | 19. Contributions, gifts, grants paid | 19. | 644,017 | | 901,339 | | 257,322 | |
| Expenses & Deductions | 20. **Total expenses and disbursements.** Add lines 10 through 19 | 20. | 729,727 | 23,030 | 1,007,204 | 23,114 | 277,477 | 84 |
| Expenses & Deductions | 21. **Net income (if negative investment activity, enter -0-)** | 21. | -77,054 | 652,518 | -326,265 | 675,703 | -249,211 | 23,185 |
| Taxes | 22. Excise Tax | 22. | | 13,050 | | 6,757 | | -6,293 |
| Taxes | 23. Section 511 Tax | 23. | | | | | | |
| Taxes | 24. Subtitle A income tax | 24. | | | | | | |
| Taxes | 25. **Total Taxes** | 25. | | 13,050 | | 6,757 | | -6,293 |
| Due / Refund | 26. Estimates and overpayments credited | 26. | | 7,716 | | 13,200 | | 5,484 |
| Due / Refund | 27. Foreign tax withheld | 27. | | | | | | |
| Due / Refund | 28. Other Payments | 28. | | | | | | |
| Due / Refund | 29. **Total payments and credits** | 29. | | 7,716 | | 13,200 | | 5,484 |
| Due / Refund | 30. **Balance due / (Overpayment)** | 30. | | 5,334 | | -6,443 | | -11,777 |
| Due / Refund | 31. Overpayment credited to next year | 31. | | | | 6,443 | | 6,443 |
| Due / Refund | 32. Penalty | 32. | | | | | | |
| Due / Refund | 33. **Net due / (Refund)** | 33. | | 5,334 | | 0 | | -5,334 |
| Other | 34. Total assets | 34. | 10,281,185 | | 9,955,023 | | 0 | |
| Other | 35. Total liabilities | 35. | 500 | | 603 | | 0 | |
| Other | 36. **Net assets** | 36. | 10,280,685 | | 9,954,420 | | 0 | |

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