

Form 990-PF

Return of Private Foundation

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

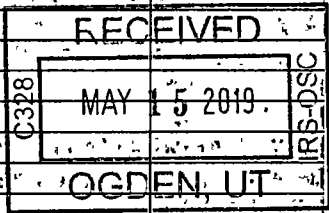
Department of the Treasury Internal Revenue Service

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.

For calendar year 2018 or tax year beginning , and ending

Name of foundation: ALLEN FOUNDATION. A Employer identification number: 51-0152562. B Telephone number: 989-832-5678. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. J Accounting method: Cash. I Fair market value of all assets at end of year: 30,290,927.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26). Total revenue: 1,673,499. Total expenses: 1,672,086. Net investment income: 1,572,475.



SCANNED JUL 16 2019

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	4,240,253	2,450,386	2,450,386
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S. and state government obligations (attach schedule)	3,802,032	2,030,986	2,033,266
	b Investments—corporate stock (attach schedule)	16,596,817	17,716,535	20,819,997
	c Investments—corporate bonds (attach schedule)	2,669,092	5,115,801	4,987,278
	11 Investments—land, buildings, and equipment, basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment, basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	27,308,194	27,313,708	30,290,927	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ )			
23 <b>Total liabilities</b> (add lines 17 through 22)	0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31.</b> <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	27,308,194	27,313,708		
30 <b>Total net assets or fund balances</b> (see instructions)	27,308,194	27,313,708		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	27,308,194	27,313,708		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
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	27,308,194
2	Enter amount from Part I, line 27a	2	835
3	Other increases not included in line 2 (itemize) ▶ RETURN OF GRANTS PAID IN A PRIOR YEAR	3	12,534
4	Add lines 1, 2, and 3	4	27,321,563
5	Decreases not included in line 2 (itemize) ▶ PRIOR YEAR DIVIDENDS RECLASSIFIED TO RETURN C	5	7,855
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	27,313,708

**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 )
<b>1a</b>	<b>PUBLICALLY TRADED SECURITIES</b>			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>	<b>Capital Gains Distributions</b>			
(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)	
<b>a</b>	7,267,610	6,554,219	713,391	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>			282,555	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0- ) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>			713,391	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>			282,555	
<b>2</b>	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		<b>2</b>	995,946
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 }		<b>3</b>	26,199

**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	1,455,067	33,098,918	0.043961
2016	1,379,479	28,410,413	0.048555
2015	1,487,366	28,983,543	0.051318
2014	775,956	29,682,717	0.026142
2013	507,293	15,290,795	0.033176
<b>2</b>	<b>Total of line 1, column (d)</b>		<b>2</b> 0.203152
<b>3</b>	<b>Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years</b>		<b>3</b> 0.040630
<b>4</b>	<b>Enter the net value of noncharitable-use assets for 2018 from Part X, line 5</b>		<b>4</b> 33,076,057
<b>5</b>	<b>Multiply line 4 by line 3</b>		<b>5</b> 1,343,880
<b>6</b>	<b>Enter 1% of net investment income (1% of Part I, line 27b)</b>		<b>6</b> 15,725
<b>7</b>	<b>Add lines 5 and 6</b>		<b>7</b> 1,359,605
<b>8</b>	<b>Enter qualifying distributions from Part XII, line 4</b> If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions		<b>8</b> 1,524,474

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

Table with 11 rows for excise tax calculations. Line 1: 15,725; Line 2: 0; Line 3: 15,725; Line 4: 0; Line 5: 15,725; Line 6a: 29,200; Line 7: 29,200; Line 9: 0; Line 10: 13,475; Line 11: 0.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns: Question, Yes, No. Row 1a: No (X); Row 1b: No (X); Row 1c: No (X); Row 2: No (X); Row 3: No (X); Row 4a: No (X); Row 4b: N/A; Row 5: No (X); Row 6: Yes (X); Row 7: Yes (X); Row 8a: MI; Row 8b: Yes (X); Row 9: No (X); Row 10: No (X).

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	Yes	No
11			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	Yes	No
12			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>www.allenfoundation.org</u>	X	
14	The books are in care of ▶ <u>WILLIAM LAUDERBACH</u> Telephone no ▶ <u>989-832-5678</u> Located at ▶ <u>812 W MAIN STREET MIDLAND MI</u> ZIP+4 ▶ <u>48640</u>		
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 ▶ <u>15</u>		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶	Yes	No
16			X

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	1b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	3b	N/A
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)**

<b>5a</b>	During the year, did the foundation pay or incur any amount to				Yes	No
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did 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.				<b>5b</b>	N/A
	Organizations relying on a current notice regarding disaster assistance, check here		<input type="checkbox"/>			
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input type="checkbox"/> No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)					
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				<b>6b</b>	X
	If "Yes" to 6b, file Form 8870					
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input type="checkbox"/> No			
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				<b>7b</b>	
<b>8</b>	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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
See Attached Statement	00	0		
	00	0		
	00	0		
	00	0		

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

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

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

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	31,424,743
b	Average of monthly cash balances	1b	2,155,010
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	33,579,753
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	33,579,753
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	503,696
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	33,076,057
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	1,653,803

**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	1,653,803
2a	Tax on investment income for 2018 from Part VI, line 5	2a	15,725
b	Income tax for 2018 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	15,725
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,638,078
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,638,078
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,638,078

**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	1,524,474
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,524,474
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	15,725
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	1,508,749

**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				1,638,078
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			1,524,200	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2014				
d From 2016				
e From 2017				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 1,524,474				
a Applied to 2017, but not more than line 2a			1,524,200	
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 2018 distributable amount				274
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (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	0			
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				1,637,804
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 2013 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2014				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

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

N/A

1a 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

4942(j)(3) or  4942(j)(5)

b Check box to indicate whether the foundation is a private operating foundation described in section

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

**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) )

NONE

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

NONE

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

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

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

DALE BAUM P O BOX 1606 MIDLAND, MI 48641-1606 989-832-5678

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

APPLICATION FORMS AVAILABLE UPON REQUEST OR VIA WEBSITE

c Any submission deadlines

ANNUALLY DECEMBER 31ST

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

BENEFITS FIELD OF HUMAN NUTRITION IN AREAS OF HEALTH, EDUCATION, TRAINING, RESEARCH

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
ACTA NON VERBA 1001 83RD AVENUE, MAILBOX 1 OAKLAND, CA 94621	NONE	PC	UNRESTRICTED	30,000
BELVIDERE BOONE CO FOOD PANTRY 200 S FIFTH ST, PO BOX 35 CAPRON, IL 61012	NONE	PC	UNRESTRICTED	2,500
CENTRAL MI UNIVERSITY 524 E BELLOWS STREET MT PLEASANT, MI 48859	NONE	PC	UNRESTRICTED	250,000
CENTREVILLE ELEMENTARY SCHOOL 14330 GREEN TRAILS BLVD CENTREVILLE, VA 20121	NONE	GOV	UNRESTRICTED	1,823
CHILDREN'S FRIEND 153 SUMMER STREET PROVIDENCE, RI 02915	NONE	PC	UNRESTRICTED	4,430
CROSSROADS CENTER FOR CHILDREN 1136 N WESTCOTT RD, STE 100 SCHENECTADY, NY 12306	NONE	PC	UNRESTRICTED	1,000
GLEANERS COMMUNITY FOOD BANK INC 2131 BEAUFAIT DETROIT, MI 48207	NONE	PC	UNRESTRICTED	10,000
GOOD SAMARITAN HOSPITAL 1225 WILSHIRE BLVD LOS ANGELES, CA 90017-1901	NONE	PC	UNRESTRICTED	10,925
HENRY FORD HEALTH SYSTEM 1 FOD PLACE, 5A DETROIT, MI 48202	NONE	PC	UNRESTRICTED	57,500
INDIA'S CHILDREN 1097 N SOUTH LONG LAKE RD TRAVERSE CITY, MI 49685	NONE	PC	UNRESTRICTED	23,200
INTERLOCHEN CTR FOR THE ARTS PO BOX 199 INTERLOCHEN, MI 49643	NONE	PC	UNRESTRICTED	100,000
<b>Total</b>	See Attached Statement			<b>1,498,742</b>
<b>b Approved for future payment</b>				
<b>Total</b>				<b>0</b>





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

Recipient(s) paid during the year

**Name**

MASSEY UNIVERSITY SCHOOL OF NUTRITION

**Street**

PRIVATE BAG 1122

**City**

PALMERSTON NORTH

**State**

NE

**Zip Code****Foreign Country**

New Zealand

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

75,424

**Name**

MATRIX HUMAN SERVICES

**Street**

1400 WOODBRIDGE STREET

**City**

DETROIT

**State**

MI

**Zip Code**

48207

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

20,000

**Name**

MI HEALTH IMPROVEMENT HEALTH ALLIANCE INC

**Street**

PO BOX 432

**City**

BAY CITY

**State**

MI

**Zip Code**

48707

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

52,250

**Name**

MIDLAND CO COUNCIL ON AGING

**Street**

4700 DUBLIN

**City**

MIDLAND

**State**

MI

**Zip Code**

48642

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

234,202

**Name**

MIDLAND CO EMERGENCY FOOD PANTRY NETWORK

**Street**

PO BOX 2521

**City**

MIDLAND

**State**

MI

**Zip Code**

48641-2521

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

25,000

**Name**

MUNSON MEDICAL CENTER

**Street**

1150 MEDICAL CAMPUS DRIVE

**City**

TRAVERSE CITY

**State**

MI

**Zip Code**

49684

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

48,040

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

Recipient(s) paid during the year

**Name**

NEMOURS ALFRED DUPONT HOSPITAL FOR CHILDREN

**Street**

1600 ROCKLAND HOUSE

**City**

WILMINGTON

**State**

DE

**Zip Code**

19803

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

18,290

**Name**

NEW YORK INSTITUTE OF TECHNOLOGY

**Street**

GGERRY HOUSE ROOM 202A, N BLVD

**City**

OLD WESTBURY

**State**

NY

**Zip Code**

11569-8000

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

27,596

**Name**

PARIS DIDEROT UNIVERSITY

**Street**

CASE 7103 5 RUE THOMAS MANN

**City**

PARIS

**State****Zip Code**

75205-13

**Foreign Country**

France

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

30,000

**Name**

RIVER HOUSE

**Street**

PO BOX 661

**City**

GRAYLING

**State**

MI

**Zip Code**

49738

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

10,000

**Name**

ROYAL MELBOURNE INST OF TECH UNIVERSITY

**Street**

GPO BOX 2476

**City**

MELBOURNE VICTORIA

**State****Zip Code**

3001

**Foreign Country**

Australia

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

31,810

**Name**

TRUSTEES OF TUFTS COLLEGE

**Street**

136 HARRISON AVENUE

**City**

BOSTON

**State**

MA

**Zip Code**

02111

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

110,829

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

Recipient(s) paid during the year

**Name**

UNIVERSITY OF NC GREENSBORO

**Street**

111 SPRING GARDEN ST

**City**

GREENSBORO

**State**

NC

**Zip Code**

27412-5013

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

41,177

**Name**

REGENTS OF THE UNIVERSITY OF MN

**Street**

NW 5957, PO BOX 1450

**City**

MINNEAPOLIS

**State**

MN

**Zip Code**

55485-5957

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

53,299

**Name**

UNIVERSITY OF TORONTO

**Street**

6 QUEENS PARK CRESCENT W

**City**

TORONTO ONTARIO

**State****Zip Code**

M5S 3H2

**Foreign Country**

Canada

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

48,000

**Name**

SAINT JOSEPH THE WORKER SCHOOL

**Street**

151 MICHAEL WAY

**City**

WEIRTON

**State**

WV

**Zip Code**

26062

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

5,000

**Name**

VANDERBILT UNIVERSITY

**Street**

PO BOX 121236

**City**

DALLAS

**State**

TX

**Zip Code**

75312-1236

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

136,447

**Name**

YMCA HAYO-WENT-HA CAMPS

**Street**

919 N EAST TORCH LAKE DRIVE

**City**

CENTRAL LAKE

**State**

MI

**Zip Code**

49622

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

UNRESTRICTED

**Amount**

40,000



**Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory**

Description	CUSIP #	Check "X" to include in Part IV	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
Long Term CG Distributions	256,356												
Short Term CG Distributions	26,199												
Capital Gains/Losses													995,946
Other sales													0
Totals													0
							7,267,610	6,554,219					713,391

Amount  
256,356  
26,199

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

		-13,430	-13,430	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	ACCRUED INTEREST PAID ON BOND PURCHASES	-13,430	-13,430	

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

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

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

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

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

		94,448	94,368	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	CHEMICAL BANK INVESTMT MNGMT FEES	94,448	94,448		0
2	LESS AMOUNTS ALLOCATED TO TAX EXEMPT I	0	-80		0

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

		48,499	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID ON DIVIDEND INCOME	0			
2	FEDERAL EXCISE TAX ON INVESTMENT INC	48,499			

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

		14,686	744	0	13,942
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TELEPHONE	201	80		121
2	OFFICE SUPPLIES	785	314		471
3	COUNCIL OF MICHIGAN FOUNDATION DUES	5,500	0		5,500
4	INSURANCE	525	210		315
5	POSTAGE	250	100		150
6	MISCELLANEOUS	100	40		60
7	WEBSITE MAINTENANCE	7,325	0		7,325

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

Federal	3,725,822	1,980,877	3,737,960	1,983,360
State/Local	76,210	50,109	75,097	49,906

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	State/Local Obligation
1	U.S GOVT OBLIGATIONS - TOTAL	3,750,000	3,725,822	1,980,877	3,737,960	1,983,360	
2	STATE AND MUNICIPAL BONDS-TOTAL	25,000	26,101	0	25,083	0	X
3	JACKSON TN ENERGY AUTH	50,000	50,109	50,109	50,014	49,906	X

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

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CHEVRON CORPORATION	1,200	144,996	93,924	212,823	20,819,997
2	CHEMICAL FINANCIAL CORP	23,412	185,731	185,731	1,251,840	857,113
3	DODGE & COX INTL STOCK FUND	35,075	1,067,244	1,217,244	1,487,835	1,294,629
4	PRUDENTIAL FINANCIAL	2,300	123,710	123,710	264,454	187,565
5	DOWDUPONT, INC.	43,250	848,182	848,182	3,080,265	2,313,010
6	EXXONMOBIL CORP	2,500	147,556	147,556	209,100	170,475
7	FIDELITY DIVERSIFIED INTL FD	23,054	993,242	678,066	1,264,657	729,667
8	CELGENE CORP	2,700	139,117	0	281,772	0
9	GENUINE PARTS CO	1,300	114,300	49,722	247,026	124,826
10	A T & T INC	8,200	181,890	248,894	233,280	234,028
11	INTEL CORP	6,000	148,399	124,350	323,120	281,580
12	APPLE INC	1,300	37,713	25,225	304,614	205,062
13	MCDONALDS CORP	1,400	84,254	84,254	240,968	248,598
14	METLIFE INC	5,000	175,506	175,506	252,800	205,300
15	ALPHABET INC CL A	250	132,054	129,059	316,020	261,240
16	FIDELITY SMALL CAP DISCOVERY FD	16,081	399,512	0	480,997	0
17	HOMESTEAD SMALL CO STOCK FUND	11,663	391,292	0	514,462	0
18	OPPENHEIMER DEVELOPING MKRKS FD	16,077	618,235	554,741	764,932	604,165
19	PRINCIPAL GLOBAL R/E SEC FD	64,506	790,968	573,702	837,218	572,164
20	CVS HEALTH CORP	4,200	295,727	295,727	304,500	275,184
21	JPMORGAN CHASE & CO	2,300	156,149	119,714	320,820	224,526
22	ABBVIE INC	2,500	90,926	51,248	386,840	230,475
23	CISCO SYSTEMS	6,000	173,963	140,085	268,100	259,980
24	QUALCOMM INC	3,000	234,074	159,414	256,080	170,730
25	CARNIVAL CORP	4,700	184,475	184,475	311,939	231,710
26	CONSTELLATION BRANDS INC	1,500	128,596	128,596	342,855	241,230
27	EVEREST RE GROUP LIMITED	1,400	209,510	0	309,764	0
28	CUMMINS INC	1,500	221,229	176,070	317,952	200,460
29	PRIN INVSTRS FD MIDCAP BLEND FD	18,897	395,384	395,384	515,516	428,400
30	VANGRD SLECTED VALUE FUND	15,649	462,273	462,273	489,357	351,799
31	ALLSTATE CORP	2,500	144,300	144,300	261,775	206,575
32	UNION PAC CORP	1,900	281,938	214,098	335,250	262,637
33	EBAY INC	8,600	253,940	0	324,564	0
34	VALERO ENERGY CORP	2,400	143,450	0	220,584	0
35	CARDINAL HEALTH INC	4,400	351,010	351,010	269,588	196,240
36	JOHNSON & JOHNSON	2,000	214,365	214,365	279,440	258,100
37	EXELON CORP	3,300	115,088	115,088	130,053	148,830
38	TWEEDY BROWNE GLOBAL VALUE FD	58,998	1,180,000	1,480,000	1,391,123	1,467,869
39	HOST HOTELS & RESORTS INC REIT	6,400	180,786	115,968	198,500	106,688
40	DR HORTON INC	6,800	239,965	239,965	347,276	235,688
41	PRICELINE GROUP INC/BOOKING HOLDING	184	330,557	330,557	319,744	316,925
42	CHARLES SCHWAB CORP	5,600	233,589	233,589	287,672	232,568
43	AMGEN, INC.	1,800	318,680	0	313,020	0
44	DELTA AIR LINES INC	5,000	274,407	274,407	280,000	249,500
45	FEDEX CORPORATION	1,000	230,298	191,915	299,448	161,330
46	BROADCOM LTD	1,200	336,545	286,951	359,660	305,136
47	FACEBOOK INC - A	1,800	270,053	0	317,628	0

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

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
48	MARTIN MARIETTA MATERIALS INC	800	173,263	0	176,832	20,819,997
49	PACKAGING CORP OF AMERICA	1,300	131,049	117,270	168,770	108,498
50	PPL CORPORATION	3,000	114,266	114,266	92,850	84,990
51	DELAWARE EMERGING MARKETS FUND	35,934	700,000	700,000	729,107	600,462
52	OPPENHEIMER INTL GROWTH FUND	19,991	850,000	0	872,190	0
53	MFS GLOBAL REAL ESTATE FUND	17,357	150,000	261,000	156,068	254,451
54	DIGITAL REALTY TRUST INC	900	103,061	103,061	102,510	95,895
55	PEPSICO INC	2,400	0	268,671	0	265,152
56	SUNCOR ENERGY INC	7,000	0	186,326	0	195,790
57	INTERCONTINENTAL EXCHANGE INC	2,800	0	205,255	0	210,924
58	STRYKER CORP	1,500	0	257,297	0	235,125
59	UNITED HEALTHCARE GROUP	1,100	0	252,162	0	274,032
60	VERTEX PHARMACEUTICALS INC	1,300	0	199,773	0	215,423
61	LAM RESEARCH CORP	1,700	0	212,385	0	231,489
62	SPLUNK INC	2,600	0	267,296	0	272,610
63	WESTERN DIGITAL CORP	6,000	0	389,227	0	221,820
64	INTERNATIONAL PAPER CO	2,800	0	144,367	0	113,008
65	WALT DISNEY CO	2,500	0	283,750	0	274,125
66	OMNICOM GROUP	3,000	0	208,364	0	219,720
67	FIDELITY SMALL CAP GROWTH FD	15,115	0	416,000	0	321,789
68	VANGUARD TAX MNGD SMALL CAP FD	6,408	0	418,000	0	356,934
69	WELLS FARGO SPECIAL SMALL CAP VALU	11,862	0	432,000	0	340,211
70	VANGUARD INTL GROWTH FUND	9,404	0	715,000	0	744,999

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

		2,669,092	5,115,801	2,622,450	4,987,278
		Book Value	Book Value	FMV	FMV
		End of Year	End of Year	Beg. of Year	End of Year
Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year
1 BP CAPITAL MARKETS PLC	4.74%	3/11/2021	561,075	561,075	515,615
2 JPMORGAN CHASE & CO	4.25%	10/15/2020	542,325	542,325	509,010
3 NATIONAL RURAL UTIL COOP	3.00%	2/15/2022	501,070	501,070	490,750
4 ALPHABET INC	3.63%	5/19/2021	27,101	27,101	25,503
5 BP CAPITAL MARKETS PLC	1.38%	5/10/2018	49,861	49,861	0
6 PACCAR FINANCIAL CORP	1.65%	8/11/2021	482,875	482,875	482,035
7 ROYAL BANK OF CANADA	2.75%	2/1/2022	504,785	504,785	492,000
8 AMERICAN MOVIL SAB DE CV	3.13%	7/16/2022	0	491,345	489,975
9 BANK OF NOVA SCOTIA	2.50%	1/8/2021	0	491,235	493,715
10 GENERAL ELECTRIC CAP CORP	4.65%	10/17/2021	0	522,090	501,500
11 HUNTINGTON NATIONAL BANK	3.25%	5/14/2021	0	498,870	498,755
12 IBM CORP	2.88%	11/9/2022	0	493,030	488,420

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

	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1		3119 WALDEN WOODS DRIVE	MIDLAND	MI	48640		TRUSTEE	1.00	0	0	0
2		4021 WATERHOUSE ROAD	OAKLAND	CA	94602		SECRETARY	1.00	0	0	0
3		5347 TIMBERWYCK TRAIL	INTERLOCHEN	MI	49643		ASST. SECTY	1.00	0	0	0
4		9266 E DEERFIELD ROAD	SHEPHERD	MI	48863		TRUSTEE	1.00	0	0	0
5		1066 E PINCONNING ROAD	PINCONNING	MI	48650		TRUSTEE	1.00	0	0	0
6		6064 FLOREY'S RANCH ROAD	GRAWN	MI	49637		BOARD CHAIR	2.00	0	0	0
7		4321 JAMES DRIVE	MIDLAND	MI	48642		FINANCIAL VP AND TREASURER	3.00	0	0	0
8		4302 CRUZ DRIVE	MIDLAND	MI	48642		TRUSTEE	1.00	0	0	0
9		PO BOX 182	GLENARBOR	MI	49636		TRUSTEE	1.00	0	0	0
10		2562 HUMMINGBIRD PASS	MIDLAND	MI	48640-8458		PRES	2.00	0	0	0
11		1021 WOOD COURT	OWOSSO	MI	48867		TRUSTEE	1.00	0	0	0
12		5347 TIMBERWYCK TRAIL	INTERLOCHEN	MI	49643		TRUSTEE	1.00	0	0	0