

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

A For the 2016 calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization GOOD COUNSEL, INC. Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 411 CLINTON STREET City or town, state or province, country, and ZIP or foreign postal code HOBOKEN, NJ 07030 F Name and address of principal officer: CHRISTOPHER BELL SAME AS C ABOVE	D Employer identification number 22-2831271 E Telephone number 201-795-0637 G Gross receipts \$ 6,299,894. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: ▶ GOODCOUNSELHOMES.ORG		
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		
L Year of formation: 1985 M State of legal domicile: NJ		

Part I Summary

1	Briefly describe the organization's mission or most significant activities: SEE SCHEDULE O.		
2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
3	Number of voting members of the governing body (Part VI, line 1a)	3	15
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	15
5	Total number of individuals employed in calendar year 2016 (Part V, line 2a)	5	86
6	Total number of volunteers (estimate if necessary)	6	200
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.
8	Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
9	Program service revenue (Part VIII, line 2g)	4,655,675.	5,930,575.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	49,619.	130,903.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	662.	3,977.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	-84,772.	92,506.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	4,621,184.	6,157,961.
14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	2,987,055.	3,326,780.
b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 887,532.	127,287.	174,563.
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,318,481.	1,510,674.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	4,432,823.	5,012,017.
19	Revenue less expenses. Subtract line 18 from line 12	188,361.	1,145,944.
20	Total assets (Part X, line 16)	Beginning of Current Year	End of Year
21	Total liabilities (Part X, line 26)	3,458,471.	4,768,389.
22	Net assets or fund balances. Subtract line 21 from line 20	263,593.	424,426.
		3,194,878.	4,343,963.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer JAMES J. MCKENNA, TREASURER Type or print name and title	Date 		
Paid Preparer Use Only	Print/Type preparer's name BRIAN M. FLYNN	Preparer's signature BRIAN M. FLYNN	Date 09/12/17	Check <input type="checkbox"/> if self-employed PTIN P00739850
	Firm's name ▶ PKF O'CONNOR DAVIES, LLP	Firm's EIN ▶ 27-1728945		
	Firm's address ▶ 300 TICE BOULEVARD, SUITE 315 WOODCLIFF LAKE, NJ 07677			Phone no. (201) 712-9800

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 1,931,681. including grants of \$) (Revenue \$ 130,903.) HOUSING:

GOOD COUNSEL HAS AN OPEN INTAKE POLICY, MEANING THAT HOMELESS PREGNANT WOMEN, REGARDLESS OF THEIR SITUATIONS, MAY FIND RESIDENCY WITHIN ONE OF OUR FIVE GOOD COUNSEL HOMES LOCATED IN NEW YORK AND NEW JERSEY DURING 2016. A SIXTH HOME IS TO BE ADDED IN 2017. QUITE OFTEN WOMEN WHO HAVE NOT BEEN ACCEPTED IN OTHER PROGRAMS FOR A VARIETY OF REASONS, FIND AN OPEN DOOR AT GOOD COUNSEL SO THAT THEY MAY CHOOSE LIFE FOR THEIR BABIES AND FOR THEMSELVES.

DEIDRA, A 26-YEAR OLD MOTHER ORIGINALLY FROM MARYLAND, HAD BEEN IN AND OUT OF SHELTERS FOR MANY YEARS. SHE FOUND RESIDENCY IN A RAT-INFESTED

4b (Code:) (Expenses \$ 854,398. including grants of \$) (Revenue \$) COUNSELING:

EVERY MOTHER ENTERING INTO A GOOD COUNSEL HOME IS TREATED WITH GREAT RESPECT AS A UNIQUE INDIVIDUAL WITH A UNIQUE SET OF CIRCUMSTANCES THAT HAS BROUGHT HER TO US. AS PART OF OUR OPEN INTAKE POLICY EVERY MOTHER IS ASSIGNED A CASE MANAGER WHO IS SPECIALLY TRAINED TO MEET THE EMOTIONAL NEEDS OF PREGNANT HOMELESS MOTHERS.

DURING CONFIDENTIAL COUNSELING SESSIONS, THE CASE MANAGER ENCOURAGES EACH MOTHER TO SEE HERSELF AS AN IMPORTANT PART OF THE GOOD COUNSEL FAMILY, NURTURING A UNIQUE RELATIONSHIP BETWEEN THE TWO.

4c (Code:) (Expenses \$ 705,806. including grants of \$) (Revenue \$) LIFE SKILLS PROGRAMS:

A TOTAL OF 563 LIFE SKILLS PROGRAMS WERE RECEIVED BY GOOD COUNSEL MOTHERS DURING 2016. LIFE SKILLS HELP DEEPEN A MOTHER'S KNOWLEDGE AND AWARENESS OF LIVING A HEALTHY, PRODUCTIVE LIFE. LIFE SKILLS ARE PRESENTED FORMALLY IN CLASSES AND INDIVIDUALLY AS NEEDED. SUCH AREAS AS PROPER NUTRITION, CHILD GROWTH AND DEVELOPMENT, HEALTH, AND SOCIAL SKILLS ARE TAUGHT USING OUTLINES TAILORED SPECIFICALLY FOR EACH GOOD COUNSEL MOTHER. PERSONAL FINANCE IS TAUGHT INDIVIDUALLY, HELPING EACH MOTHER DEVELOP HER OWN BUDGET. SPIRITUALITY IS SHARED BOTH FORMALLY IN GROUP MEETINGS AND INDIVIDUALLY, AS EACH MOTHER DESIRES, AND EXPLORES HER RELATIONSHIP WITH GOD.

4d Other program services (Describe in Schedule O.) (Expenses \$ 222,886. including grants of \$) (Revenue \$)

4e Total program service expenses 3,714,771.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>	X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Input box for Schedule O response

Table with 14 main rows (1a-14b) and columns for Yes/No. Includes sub-rows for various IRS forms and financial reporting requirements.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	15	
b	Enter the number of voting members included in line 1a, above, who are independent	15	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	X	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	X	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?	X	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	X	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	X	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	X	
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	X	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?		X
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done		X
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?		X
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers or key employees of the organization		X
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **NJ, NY, CT, TN, FL**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records: **CARMELA CONTENTO - 845-356-1180**
22 LINDEN AVENUE, SPRING VALLEY, NY 10977

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MARK SWARTZBERG CHAIRMAN	3.00	X		X				0.	0.	0.
(2) JAMES J. MCKENNA TREASURER	3.00	X		X				0.	0.	0.
(3) LEONARD CRANN SECRETARY	2.00	X		X				0.	0.	0.
(4) ANDREW CASH DIRECTOR	3.00	X						0.	0.	0.
(5) PATRICIA DONAHOE DIRECTOR	2.00	X						0.	0.	0.
(6) SEAN FLANAGAN DIRECTOR	2.00	X						0.	0.	0.
(7) THOMAS KOLENBERG DIRECTOR	2.00	X						0.	0.	0.
(8) SR. CLARE MATTHIAS, CFR DIRECTOR	2.00	X						0.	0.	0.
(9) REV. FIDELIS MOSCINSKI, CFR DIRECTOR	2.00	X						0.	0.	0.
(10) MARGARET O'CONNOR DIRECTOR	2.00	X						0.	0.	0.
(11) J. ANTHONY SANFILIPPO, MD DIRECTOR	2.00	X						0.	0.	0.
(12) VINCENT STEMPEL, JR., ESQ DIRECTOR	2.00	X						0.	0.	0.
(13) JOANNE VENEZIA DIRECTOR	2.00	X						0.	0.	0.
(14) DEACON PETER VENEZIA DIRECTOR	2.00	X						0.	0.	0.
(15) DION H.ZAPPE, PH.D DIRECTOR	2.00	X						0.	0.	0.
(16) CHRISTOPHER BELL PRESIDENT	50.00			X				114,469.	0.	22,168.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-total							114,469.	0.	22,168.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							114,469.	0.	22,168.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **1**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
DOUGLAS SHAW & ASSOCIATES, INC., 1717 PARK STREET, SUITE 300, NAPERVILLE, IL 60563	FUNDRAISING CONSULTANT	134,710.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **1**

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A)	(B)	(C)	(D)	
			Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c	154,963.				
	d Related organizations	1d					
	e Government grants (contributions)	1e	5,189.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	5,770,423.				
	g Noncash contributions included in lines 1a-1f: \$		183,880.				
	h Total. Add lines 1a-1f		5,930,575.				
Program Service Revenue	2 a RESIDENT FEES	Business Code 721310	73,387.	73,387.			
	b DAY CARE FEES	624410	57,516.	57,516.			
	c						
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f		130,903.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		3,977.			3,977.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real					
		(ii) Personal					
		b Less: rental expenses					
		c Rental income or (loss)					
	d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	(i) Securities					
		(ii) Other					
		b Less: cost or other basis and sales expenses					
		c Gain or (loss)					
	d Net gain or (loss)						
	8 a Gross income from fundraising events (not including \$ 154,963. of contributions reported on line 1c). See Part IV, line 18	a	223,953.				
		b Less: direct expenses	b	140,428.			
c Net income or (loss) from fundraising events			83,525.			83,525.	
9 a Gross income from gaming activities. See Part IV, line 19	a	10,486.					
	b Less: direct expenses	b	1,505.				
	c Net income or (loss) from gaming activities		8,981.			8,981.	
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a							
	b						
	c						
	d All other revenue						
	e Total. Add lines 11a-11d						
12 Total revenue. See instructions.			6,157,961.	130,903.	0.	96,483.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	136,637.	112,728.	12,475.	11,434.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,462,641.	2,031,721.	224,846.	206,074.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	441,169.	363,972.	40,280.	36,917.
10 Payroll taxes	286,333.	236,230.	26,143.	23,960.
11 Fees for services (non-employees):				
a Management				
b Legal	14,514.	8,573.	5,941.	
c Accounting	23,500.		23,500.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	174,563.			174,563.
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	39,770.	23,491.	16,279.	
12 Advertising and promotion	4,572.	890.	8.	3,674.
13 Office expenses	146,955.	65,867.	32,239.	48,849.
14 Information technology				
15 Royalties				
16 Occupancy	332,240.	316,788.	4,530.	10,922.
17 Travel	44,906.	34,173.	3,578.	7,155.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	16,889.	2,990.	7,160.	6,739.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	96,512.	96,512.		
23 Insurance	77,591.	73,829.	3,762.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a DEVELOPMENT	434,040.	84,454.	763.	348,823.
b FOOD AND HOUSEHOLD	126,545.	117,159.	4,694.	4,692.
c DIRECT ASSISTANCE PROGR	122,375.	122,375.		
d EQUIPMENT RENTAL & MAIN	26,825.	22,410.	2,058.	2,357.
e All other expenses	3,440.	609.	1,458.	1,373.
25 Total functional expenses. Add lines 1 through 24e	5,012,017.	3,714,771.	409,714.	887,532.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				
Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720)	575,972.	107,602.	0.	468,370.

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	743,207.	1	645,127.
	2 Savings and temporary cash investments	1,182,360.	2	2,380,744.
	3 Pledges and grants receivable, net	335,966.	3	483,415.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	52,873.	9	29,871.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 2,171,307.		
	b Less: accumulated depreciation	10b 1,083,392.		
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11	75,471.	12	70,828.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	0.	15	70,489.
16 Total assets. Add lines 1 through 15 (must equal line 34)	3,458,471.	16	4,768,389.	
Liabilities	17 Accounts payable and accrued expenses	213,805.	17	374,594.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	49,788.	25	49,832.
	26 Total liabilities. Add lines 17 through 25	263,593.	26	424,426.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	2,812,991.	27	3,860,904.
	28 Temporarily restricted net assets	381,887.	28	483,059.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	3,194,878.	33	4,343,963.	
34 Total liabilities and net assets/fund balances	3,458,471.	34	4,768,389.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	6,157,961.
2	Total expenses (must equal Part IX, column (A), line 25)	2	5,012,017.
3	Revenue less expenses. Subtract line 2 from line 1	3	1,145,944.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	3,194,878.
5	Net unrealized gains (losses) on investments	5	3,141.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	4,343,963.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
b Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____	3a	X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____	3b	

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Open to Public Inspection

Name of the organization **GOOD COUNSEL, INC.** Employer identification number **22-2831271**

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____
- 10 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 12 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
 - f Enter the number of supported organizations
 - g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	3,441,262.	3,879,247.	4,394,220.	4,655,675.	5,930,575.	22,300,979.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge ...						
4 Total. Add lines 1 through 3	3,441,262.	3,879,247.	4,394,220.	4,655,675.	5,930,575.	22,300,979.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						1,828,174.
6 Public support. Subtract line 5 from line 4.						20,472,805.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
7 Amounts from line 4	3,441,262.	3,879,247.	4,394,220.	4,655,675.	5,930,575.	22,300,979.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ...	491.	407.	325.	662.	3,977.	5,862.
9 Net income from unrelated business activities, whether or not the business is regularly carried on ...			323,689.		92,506.	416,195.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						22,723,036.
12 Gross receipts from related activities, etc. (see instructions)					12	389,975.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2016 (line 6, column (f) divided by line 11, column (f))	14	90.10 %
15 Public support percentage from 2015 Schedule A, Part II, line 14	15	95.83 %
16a 33 1/3% support test - 2016. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>	
b 33 1/3% support test - 2015. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
17a 10% -facts-and-circumstances test - 2016. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 10% -facts-and-circumstances test - 2015. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>	

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) 2016	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2016 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2015 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2016 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2015 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2016. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2015. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b below.</i>		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).			
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).			
2 Activities Test. Answer (a) and (b) below.		Yes	No
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.			
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.			
3 Parent of Supported Organizations. Answer (a) and (b) below.			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .			
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.			

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI.) **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions	
7 Total annual distributions. Add lines 1 through 6	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions	
9 Distributable amount for 2016 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2016	(iii) Distributable Amount for 2016
1 Distributable amount for 2016 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2016 (reasonable cause required- explain in Part VI). See instructions			
3 Excess distributions carryover, if any, to 2016:			
a			
b			
c From 2013			
d From 2014			
e From 2015			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2016 distributable amount			
i Carryover from 2011 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2016 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2016 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4			
5 Remaining underdistributions for years prior to 2016, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions			
6 Remaining underdistributions for 2016. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions			
7 Excess distributions carryover to 2017. Add lines 3j and 4c			
8 Breakdown of line 7:			
a			
b Excess from 2013			
c Excess from 2014			
d Excess from 2015			
e Excess from 2016			

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Name of the organization

GOOD COUNSEL, INC.

Employer identification number

22-2831271

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization GOOD COUNSEL, INC.	Employer identification number 22-2831271
-------------------------------------------------------	---------------------------------------------------------

Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>		\$ <u>1,749,900.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>2</u>		\$ <u>125,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization GOOD COUNSEL, INC.	Employer identification number 22-2831271
-------------------------------------------------------	---------------------------------------------------------

Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	

Name of organization GOOD COUNSEL, INC.	Employer identification number 22-2831271
-------------------------------------------------------	---------------------------------------------------------

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
▶ **Attach to Form 990.**

▶ **Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.**

OMB No. 1545-0047

2016

Open to Public Inspection

Name of the organization GOOD COUNSEL, INC. **Employer identification number** 22-2831271

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
 Preservation of land for public use (e.g., recreation or education) Preservation of a historically important land area
 Protection of natural habitat Preservation of a certified historic structure
 Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1

(ii) Assets included in Form 990, Part X

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenue included on Form 990, Part VIII, line 1

b Assets included in Form 990, Part X

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations	3a(i)	
(ii) related organizations	3a(ii)	
b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?	3b	

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings		966,094.	129,252.	836,842.
c Leasehold improvements		494,883.	387,183.	107,700.
d Equipment		710,330.	566,957.	143,373.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				1,087,915.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DUE TO ANNUITANT	49,832.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	49,832.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	6,371,837.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	3,141.
b	Donated services and use of facilities	2b	68,802.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	141,933.
e	Add lines 2a through 2d	2e	213,876.
3	Subtract line 2e from line 1	3	6,157,961.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)	5	6,157,961.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	5,222,752.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	68,802.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	141,933.
e	Add lines 2a through 2d	2e	210,735.
3	Subtract line 2e from line 1	3	5,012,017.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)	5	5,012,017.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

GCI RECOGNIZES THE EFFECTS OF INCOME TAX POSITIONS WHEN THEY ARE MORE LIKELY THAN NOT TO BE SUSTAINED. MANAGEMENT HAS DETERMINED THAT GCI HAD NO UNCERTAIN TAX POSITIONS THAT WOULD REQUIRE FINANCIAL STATEMENT RECOGNITION OR DISCLOSURE. GCI IS NO LONGER SUBJECT TO U.S. FEDERAL AND STATE INCOME TAX EXAMINATIONS FOR PERIODS PRIOR TO 2013.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

SPECIAL EVENT EXPENSES REPORTED IN PART VIII	140,428.
BINGO EXPENSES REPORTED IN PART VIII	1,505.
TOTAL TO SCHEDULE D, PART XI, LINE 2D	141,933.

Part XIII Supplemental Information *(continued)*

PART XII, LINE 2D - OTHER ADJUSTMENTS:

SPECIAL EVENT EXPENSES REPORTED IN PART VIII	140,428.
BINGO EXPENSES REPORTED IN PART VIII	1,505.
TOTAL TO SCHEDULE D, PART XII, LINE 2D	141,933.

Blank lines for supplemental information.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" on Form 990, Part IV, line 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Open to Public Inspection

Name of the organization

GOOD COUNSEL, INC.

Employer identification number

22-2831271

Part I

Fundraising Activities. Complete if the organization answered "Yes" on Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No

b If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
DOUG SHAW & ASSOCIATES, INC. - 1717 PARK ST. SUITE 300,	MAIL SOLICITATIONS		X	902,854.	134,710.	768,144.
CORNELIUS J. DRISLANE - 243 TAMERISK LANE, NEW WINDSOR,	GRANT WRITING		X	234,160.	21,728.	212,432.
SD&A TELESERVICES, INC. - 5757 WEST CENTURY BLVD, SUITE	TELEFUNDRAISING		X	9,949.	9,608.	341.
Total				1,146,963.	166,046.	980,917.

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

NJ, NY, CT, TN, FL

Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))	
		ANNUAL AWARDS (event type)	SJ- ANNUAL BANQUET (event type)	9 (total number)		
Revenue	1	Gross receipts	98,570.	79,394.	200,952.	378,916.
	2	Less: Contributions	87,547.	0.	67,416.	154,963.
	3	Gross income (line 1 minus line 2)	11,023.	79,394.	133,536.	223,953.
Direct Expenses	4	Cash prizes				
	5	Noncash prizes				
	6	Rent/facility costs	31,059.	9,336.		40,395.
	7	Food and beverages				
	8	Entertainment				
	9	Other direct expenses	21,898.	6,691.	71,444.	100,033.
	10	Direct expense summary. Add lines 4 through 9 in column (d)				140,428.
11	Net income summary. Subtract line 10 from line 3, column (d)				83,525.	

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1	Gross revenue			
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
	7	Direct expense summary. Add lines 2 through 5 in column (d)			
	8	Net gaming income summary. Subtract line 7 from line 1, column (d)			

9 Enter the state(s) in which the organization conducts gaming activities: _____
 a Is the organization licensed to conduct gaming activities in each of these states? Yes No
 b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? Yes No
 b If "Yes," explain: _____

- 11 Does the organization conduct gaming activities with nonmembers? Yes No
- 12 Is the organization a grantor, beneficiary or trustee of a trust, or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13 Indicate the percentage of gaming activity conducted in:

a The organization's facility	13a	%
b An outside facility	13b	%
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____
- c If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

Director/officer Employee Independent contractor

17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v); and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information. See instructions

SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:

(I) NAME OF FUNDRAISER: DOUG SHAW & ASSOCIATES, INC.

(I) ADDRESS OF FUNDRAISER: 1717 PARK ST. SUITE 300, NAPERVILLE, IL 60563

(I) NAME OF FUNDRAISER: CORNELIUS J. DRISLANE

(I) ADDRESS OF FUNDRAISER: 243 TAMERISK LANE, NEW WINDSOR, NY 11553

(I) NAME OF FUNDRAISER: SD&A TELESERVICES, INC.

Part IV Supplemental Information (continued)

(I) ADDRESS OF FUNDRAISER:

5757 WEST CENTURY BLVD, SUITE 300, LOS ANGELES, CA 90045

PART I, LINE 2B, COLUMN (V):

DOUG SHAW & ASSOCIATES, INC. PROVIDES THE FOLLOWING SERVICES:

- FUNDRAISING CAMPAIGNS TO HELP HOMELESS PREGNANT WOMEN
- MARKETING
- DIRECT RESPONSE FUNDRAISING AND ETC.

FEE FOR DOUG SHAW & ASSOCIATES, INC. IS \$9,000 PER MONTH, BILLED MONTHLY, IN ADVANCE (NET 15 DAYS). THE FEE IS FOR THE PURPOSE OF RESERVING THE SERVICE AND SHALL NOT BE REFUNDABLE.

FEES, AGREED TO IN ADVANCE, FOR ADDITIONAL SERVICES NECESSARY TO CARRY OUT ANY ASSIGNMENT WILL BE BILLED MONTHLY, OR AS MUTUALLY AGREED. GOOD COUNSEL WILL BE RESPONSIBLE FOR ANY AND ALL ADDITIONAL OUT-OF-POCKET COSTS FOR OTHER EXPENSES INCURRED ON BEHALF OF GOOD COUNSEL IN PERFORMANCE OF THE ADDITIONAL CONSULTING SERVICES.

SD & A TELESERVICES WAS RETAINED TO PROVIDE TELEFUNDRAISING CAMPAIGN ON BEHALF OF GOOD COUNSEL.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2016

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization: **GOOD COUNSEL, INC.** Employer identification number: **22-2831271**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles	X	1	10,386.	FAIR MARKET VALUE
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	3	90,494.	FAIR MARKET VALUE
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other (FOOD/ HOUSEHO)	X	750	70,000.	FAIR MARKET VALUE
26 Other (FURNITURE)	X	1	13,000.	FAIR MARKET VALUE
27 Other ()				
28 Other ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement: **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) (2016)

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, PART I, COLUMN (B):

THE ORGANIZATION IS REPORTING THE NUMBER OF CONTRIBUTIONS IN PART I,
COLUMN (B) OF SCHEDULE M.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Open to Public
Inspection

Name of the organization

GOOD COUNSEL, INC.

Employer identification number

22-2831271

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

GOOD COUNSEL CARES FOR HOMELESS PREGNANT WOMEN AND THEIR CHILDREN AND
WORKS TOWARD INSPIRING WOMEN TO LIVE PRODUCTIVELY AND INDEPENDENTLY.

GOOD COUNSEL'S HOMES ARE OPEN TO ALL FAITHS AND ITS NATIONAL TOLL-FREE
HELPLINE ASSISTS WOMEN THROUGH A CRISIS PREGNANCY SITUATION. EVERY DAY
THERE ARE MULTIPLE CALLS AND EMAILS RECEIVED BY GOOD COUNSEL INTAKE
STAFF WHO REACH OUT TO WOMEN, LIKE TANYA-A 36-YEAR OLD HOMELESS MOTHER
FROM NEW JERSEY-WHO WAS THROWN OUT OF HER HOME BY HER BOYFRIEND BECAUSE
SHE DID NOT WANT TO HAVE AN ABORTION. TANYA IS CURRENTLY WITH US AND
LOOKING FORWARD TO GIVING BIRTH TO A DAUGHTER WHO WILL RECEIVE THE NAME
OF HER MATERNAL GRANDMOTHER.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

GOOD COUNSEL RECOGNIZES THE DIGNITY OF GOD-GIVEN LIFE FROM THE MOMENT
OF CONCEPTION, FOSTERING A NURTURING, SAFE FAMILY ENVIRONMENT,
ENCOURAGING SELF-RESPECT AND INDEPENDENCE FOR PREGNANT MOTHERS AND
THEIR CHILDREN IN A DIVERSE COMMUNITY OF ALL FAITHS AND BELIEFS.

EVERY WOMAN WHO ENTERS A GOOD COUNSEL HOME IS SEEN AS A UNIQUELY
CREATED INDIVIDUAL, WITH HER OWN SET OF UNIQUE CIRCUMSTANCES, AND IS
TREATED SPECIAL AND NOT AS IF SHE BELONGS TO A MONOLITHIC CULTURE.

DANIELLE-A 24-YEAR OLD PREGNANT WOMAN FROM BROOKLYN, NEW YORK-ARRIVED
AT GOOD COUNSEL WITH HER TWO OTHER CHILDREN, AGED TWO AND FOUR YEARS
OLD. SHE NEVER FINISHED HIGH SCHOOL AND HAD DIFFICULTY FINDING
EMPLOYMENT. CLEARLY DANIELLE'S PLAN AND STAY IS DIFFERENT THAN A

PREGNANT WOMAN WHO WOULD ARRIVE WITH NO CHILDREN AND WHO HAD COMPLETED

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HER EDUCATIONAL GOALS. GOOD COUNSEL STAFF AND VOLUNTEERS NEVER ASSUME THAT ALL WOMEN ENTERING THE PROGRAM ARE ALIKE AND THAT THE CIRCUMSTANCES MAY BE HANDLED EXACTLY THE SAME. IN TRUTH, SINCE EVERYONE ENTERING IS UNIQUE, GOOD COUNSEL MUST BE EXTRA COGNIZANT OF EACH PERSON'S INDIVIDUAL GIFTS, TALENTS AND STRUGGLES SO THAT MORE ACCURATE GOALS AND ASSESSMENTS CAN BE DEVELOPED IN ORDER TO HELP THE MOTHERS AND CHILDREN RESIDING IN EACH HOME.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

APARTMENT IN NEW YORK CITY FREQUENTED BY DRUG DEALERS. AFTER BEING TOLD BY THE FATHER OF HER CHILD SHE NEEDED TO LEAVE HER APARTMENT BECAUSE SHE WOULD NOT HAVE AN ABORTION, NEW YORK CITY HOUSING OFFICIALS TOLD DEIDRA "TO GO BACK" TO THE LAST PLACE WHERE SHE LIVED, WHERE SHE HAD BEEN PHYSICALLY ABUSED. THANKFULLY GOOD COUNSEL WAS ABLE TO WELCOME HER IN WHEN OTHERS WERE NOT ABLE TO ASSIST.

DURING 2016, GOOD COUNSEL WELCOMED IN 262 MOTHERS AND CHILDREN TOTALING 28,547 NIGHTS OF SHELTER. OUR OCCUPANCY RATE FOR THE YEAR WAS 109%. DURING LAST YEAR WE AGAIN SURPASSED AN OCCUPANCY RATE GREATER THAN 100% BECAUSE EVERY TIME THERE IS A PREGNANT MOTHER IN A DANGEROUS SITUATION, LIKE A DOMESTIC VIOLENCE SITUATION, GOOD COUNSEL STAFF WILL TAKE IN THAT MOM AND TRANSFORM THE LIVING ROOM, AN OFFICE, OR EVEN A CHAPEL INTO A TEMPORARY BEDROOM.

GOOD COUNSEL HOMES ARE LOCATED IN NEW YORK CITY, ROCKLAND AND WESTCHESTER COUNTIES IN NEW YORK STATE AND BURLINGTON COUNTY, NEW JERSEY.

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SINCE ITS INCEPTION IN MARCH OF 1985, GOOD COUNSEL HAS HOUSED MORE THAN 7,000 MOTHERS AND CHILDREN. ON JUNE 27, 2016 AT 1:55 AM GOOD COUNSEL CELEBRATED THE BIRTH OF MIA ROSE, OUR 1,000TH BABY BORN WHILE WITH US! BOTH MIA ROSE AND HER MOM, GENESIS, ARE DOING WELL.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

KERRY ANN-A 33-YEAR OLD PREGNANT MOTHER ORIGINALLY FROM NEW YORK-CAME TO GOOD COUNSEL WITH A NUMBER OF EMOTIONAL CONCERNS, AND SOME FEARS. SHE HAD PREVIOUSLY LOST A CHILD THROUGH MISCARRIAGE AND WAS TOLD BY HER DOCTOR THAT HER CURRENT PREGNANCY WAS HIGH RISK. KERRY ANN KNEW THAT SOME EXTRA PRECAUTIONS WOULD HAVE TO BE TAKEN. THE FEAR OF LOSING A SECOND CHILD BROUGHT KERRY ANN TO COUNSELING, AND SHE HAS FOUND PEACE TALKING THROUGH HER ANXIETY AND TRUSTING THAT SHE IS DOING ALL SHE CAN TO HAVE A SUCCESSFUL BIRTH.

DURING EVERY STEP OF THE WAY WHEN A HOMELESS PREGNANT MOTHER IS WITH US, TRAINED GOOD COUNSEL STAFF HELP TO UNCOVER THE STRUGGLES AND STRAINS WHICH BROUGHT HER TO OUR DOORS. DURING 2016, SOME 63% OF GOOD COUNSEL MOTHERS REPORTED EXPERIENCING PRIOR ABUSE, SEXUAL, PHYSICAL, OR SERIOUSLY EMOTIONAL. PROFESSIONALLY COUNSELING IS ALSO OFFERED TO MOTHERS IN SUCH CIRCUMSTANCES. MORE THAN HALF, 56% OF GOOD COUNSEL MOTHERS, RECEIVED OUTSIDE PROFESSIONAL COUNSELING.

EACH GOOD COUNSEL MOM IS GUIDED TO USE ONLINE ASSESSMENT TOOLS TO DISCOVER MORE ABOUT HERSELF, HER EDUCATIONAL STRENGTHS AND WEAKNESSES, AND HER VOCATIONAL PROCLIVITIES. HER CASE MANAGER, ALONG WITH HER MENTOR AND OTHER STAFF, HELP HER UNDERSTAND THE ASSESSMENTS AS WELL AS

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CONSTRUCTIVELY LISTEN TO THE HOPES AND DESIRES SHE HAS FOR THE FUTURE.

THE CASE MANAGER OFFICIALLY MEETS WITH EACH MOTHER FOR AT LEAST ONE

HOUR PER WEEK. OTHER INFORMAL MEETINGS TAKE PLACE AS NEEDED, AND

USUALLY OCCUR MORE THAN ONCE A WEEK. DURING 2016, THE FORMAL MEETINGS

ALONE TOTALED 11,021 HOURS.

THE MOTHERS' AVERAGE LENGTH OF STAY OF 11.6 MONTHS IN 2016 WAS DRIVEN

BY GOOD COUNSEL'S OPEN INTAKE POLICY AND ITS ABILITY TO TAKE IN AND

ASSIST HOMELESS PREGNANT WOMEN IN CRISIS. FORTY PERCENT OF MOTHERS

MADE EDUCATIONAL ADVANCES, AND 51% ENTERED THE WORK FORCE. THESE

MILESTONES ARE SOME OF THE FRUITS YIELDED BY GOOD COUNSEL'S COUNSELING

OPPORTUNITIES.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:

KAYLA-A 20-YEAR OLD MOM BORN IN CALIFORNIA-WAS AT FIRST CAUTIOUS IN

PARTICIPATING IN GOOD COUNSEL'S LIFE SKILLS CLASSES BUT, AS SHE

COMMENTED, "THE MORE INFORMATION I HEARD, THE MORE I ENJOYED LEARNING.

MY EYES GOT OPENED IN MANY WAYS AS TO HOW I CAN PARENT," SHE SAID.

KAYLA ALSO WAS INSPIRED BY THE PARENTING CLASS TO GO BACK TO SCHOOL AND

COMPLETE HER EDUCATION.

PAID STAFF OR PROFESSIONAL VOLUNTEERS, WITH EXPERTISE IN EACH AREA,

PRESENT LIFE SKILLS CLASSES. PLUS, MOTHERS ARE ABLE TO TAKE INDIVIDUAL

ONLINE CLASSES IN SOME OF THESE TOPICS. A MINIMUM OF THREE, AND

SOMETIMES FOUR, GROUP CLASSES ARE TAUGHT IN EACH HOME EVERY WEEK.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

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INTAKE: GOOD COUNSEL'S INTAKE STAFF OPERATE A 24-HOUR-A-DAY, 7-DAY-A-WEEK, TOLL-FREE HELPLINE (800-723-8331) WHICH PROVIDES ASSISTANCE FOR A CRISIS PREGNANCY SITUATION. DURING 2016 A TOTAL OF 4,658 REQUESTS FOR HELP CAME TO GOOD COUNSEL - 3,650 FROM THE HELPLINE, AND 1,008 VIA ELECTRONIC MAIL. GOOD COUNSEL'S WEBSITE (GOODCOUNSELHOMES.ORG) HAS BEEN RANKING HIGH ON GOOGLE'S ANALYTICS FOR THE CATEGORY "HOMELESS AND PREGNANT," MEANING THAT WOMEN IN NEED FROM ALL OVER THE COUNTRY ARE MORE EASILY ABLE TO FIND US FOR HELP. BECAUSE OF THIS, GOOD COUNSEL IS RESPONDING BY ADDING MORE STAFF.

TIARA-A 25-YEAR OLD PREGNANT WOMAN FROM QUEENS, NEW YORK--WAS TEMPORARILY LIVING WITH HER AUNT. THE APARTMENT THEY SHARED WAS TOO TINY TO ACCOMMODATE EVEN THE ADDITION OF A NEWBORN BABY, AND SO TIARA'S AUNT SEARCHED ONLINE AND FOUND GOOD COUNSEL. WITHIN A COUPLE OF DAYS TIARA WAS ABLE TO MOVE INTO A GOOD COUNSEL HOME WHICH COULD BETTER MEET HER NEEDS, AND THOSE OF HER DEVELOPING CHILD.

FUTURE TECHNOLOGICAL PLANS FOR GOOD COUNSEL INCLUDE ONLINE TOOLS TO ACCELERATE THE PROCESS FOR OBTAINING ASSISTANCE FOR MOTHERS LOOKING ONLINE FOR A HOME IN THEIR GEOGRAPHIC AREA, AS WELL AS AN OPTION TO CHAT WITH A LIVE PERSON.

LUMINA: GOOD COUNSEL OFFERS A POST-ABORTION COUNSELING AND REFERRAL NETWORK CALLED LUMINA TO HELP WOMEN, AS WELL AS MEN AND SIBLINGS, SUFFERING FROM PAST ABORTION EXPERIENCES. CONFIDENTIAL COUNSELING IS AVAILABLE THROUGH LUMINA'S NATIONAL, TOLL-FREE HELPLINE: 1.877-LUMINA-1 (1-877-586-4621) AND ONLINE AT: WWW.POSTABORTIONHELP.ORG OR WWW.LUMINAHOPE.ORG .

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THERESA BONOPARTIS, LUMINA'S DIRECTOR, HAS TRAVELED NATIONALLY AND INTERNATIONALLY PROMOTING GOD'S MERCY, AND MINISTERING TO THOUSANDS WHO SUFFER FROM A PAST ABORTION EXPERIENCE. IN SHARING HER STORY OF HOW SHE FOUND HEALING AFTER HER OWN ABORTION, THERESA HAS OFFERED GREAT HOPE TO MANY, AND HAS BEEN A TREMENDOUS RESOURCE FOR THOSE SEEKING HELP.

EXODUS: GOOD COUNSEL STAYS IN TOUCH WITH MOTHERS WHO LEAVE OUR HOMES THROUGH THE EXODUS PROGRAM, WHERE FORMER RESIDENTS RECEIVE ON-GOING COUNSELING TO EASE THE DIFFICULTIES OF TRANSITIONING TO INDEPENDENT LIVING. ADDITIONALLY, SOME SINGLE-PARENT FAMILIES, NOT NEEDING A GOOD COUNSEL HOME, STILL MAY RECEIVE GOOD COUNSEL STAFF ASSISTANCE IN A CRITICAL SITUATIONS THROUGH THE EXODUS PROGRAM. THERE WERE 89 EXODUS AND OUTREACH FAMILIES ASSISTED DURING 2016.

MANY FORMER GOOD COUNSEL RESIDENTS, LIKE CAROL AND HER SON, BRADLEY, ARE INVITED BACK TO THE HOME FOR THANKSGIVING DINNER, EASTER EGG HUNTS, OR CHRISTMAS PARTIES WHERE THEY CAN PICK UP PRESENTS, FOOD AND SUPPLIES, BUT MOST IMPORTANTLY, REMAIN PART OF THE GOOD COUNSEL FAMILY.

"THERE'S ALWAYS ROOM FOR ONE MORE," NANNETTE MORRIS, GOOD COUNSEL'S HOUSE MANAGER IN SPRING VALLEY OFTEN SAYS WHEN INVITING AN EXODUS MOM TO A FUNCTION.

DAY CARE CENTER: GOOD COUNSEL OPERATES A LICENSED DAYCARE CENTER CALLED GENESIS, LOCATED IN THE BRONX HOME, WHICH ASSISTS BOTH RESIDENTIAL AND COMMUNITY MOTHERS IN HAVING THEIR CHILDREN CARED FOR IN AN AFFORDABLE AND SAFE ENVIRONMENT SO THAT THEY CAN GO TO WORK OR

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SCHOOL. FUTURE PLANS INCLUDE HAVING ALL GOOD COUNSEL RESIDENCES
SIMILARLY LICENSED TO PROVIDE THE FAR-REACHING AND TRULY INDISPENSABLE
SERVICES CURRENTLY PROVIDED BY GENESIS FOR THE CHILDREN IN ITS CARE.
EXPENSES \$ 222,886. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

FORM 990, PART VI, SECTION A, LINE 2:

BOARD MEMBERS JOANNE VENEZIA AND DEACON PETER VENEZIA HAVE A FAMILY
RELATIONSHIP.

FORM 990, PART VI, SECTION A, LINE 4:

SIGNIFICANT CHANGES TO BY-LAWS:

(1) CHANGED ROLE OF THE MEMBERSHIP IN GOVERNANCE:

ADDED "AMEND THE BY-LAWS AS MAY SEEM APPROPRIATE FROM TIME TO TIME, APPROVE
THE APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS AND APPROVE THE
APPOINTMENT OF THE PRESIDENT AND/ OR CEO OF GOOD COUNSEL, INC."

ADDED "MEMBERS MUST APPROVE ANY TRANSACTION WHICH COULD BE THE EQUIVALENT
OF 50% OF ASSETS OF GOOD COUNSEL, INC. AS DESIGNATED OR INDICATED. THE
MEMBERS BY MAJORITY OF THE VOTE SHALL BE SOLELY AUTHORIZED TO DISSOLVE 50%
AND/OR ALL OF THE CORPORATE ASSETS AND/OR DISSOLVE THE CORPORATION."

(2) CHANGED THE VOTING APPROVAL REQUIREMENTS FOR ELECTION OF THE CHAIRMAN

ADDED "CHAIRMAN OF THE BOARD OF DIRECTORS SHALL BE ELECTED BY A MAJORITY OF
THE MEMBERS OF THE CORPORATION."

(3) CHANGED THE NUMBER OF OFFICERS:

ADDED VICE-CHAIRMAN. "THE VICE-CHAIRMAN SHALL PRESIDE AT ALL MEETINGS OF
THE BOARD OF DIRECTORS IN THE ABSENCE OR INABILITY OF THE CHAIRMAN TO
PRESIDE."

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FORM 990, PART VI, SECTION A, LINE 6:

THE CORPORATION HAS ONE CLASS OF MEMBERS. THIS CLASS SHALL BE INDIVIDUALS AND SHALL NUMBER NO LESS THAN 3 AND NOT MORE THAN 30. MEMBERS MUST HAVE DEMONSTRATED, AND CONTINUE TO DEMONSTRATE, SUPPORT AND COMMITMENT TO GOOD COUNSEL'S PROLIFE VALUES.

FORM 990, PART VI, SECTION A, LINE 7A:

THE MEMBERS HAD THE POWER TO ELECT THE MEMBERS OF THE BOARD OF DIRECTORS.

FORM 990, PART VI, SECTION A, LINE 7B:

THE MEMBRERS MAY, BY AN AFFIRMATIVE MAJORITY VOTE OF THOSE PRESENT AT ANY REGULARLY MEETING MAY:

- APPROVE OR REMOVE ANY OR ALL MEMBERS OF THE BOARD OF DIRECTORS;
- AMEND THE BYLAWS;
- APPROVE THE APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS;
- APPROVE THE APPOINTMENT OF THE PRESIDENT AND/OR CEO OF GOOD COUNSEL, INC.

MEMBERS MUST APPROVE ANY TRANSACTION WHICH COULD BE THE EQUIVALENT OF 50% OF ASSETS OF GOOD COUNSEL, INC. THE MEMBERS BY MAJORITY OF THE VOTE SHALL BE SOLELY AUTHORIZED TO DISSOLVE 50% AND/OR ALL OF THE CORPORATE ASSETS AND/OR DISSOLVE THE CORPORATION.

FORM 990, PART VI, SECTION B, LINE 11B:

FINANCE COMMITTEE OF THE BOARD OF DIRECTORS OF GOOD COUNSEL ALONG WITH THE PRESIDENT AND CONTROLLER FIRST REVIEWS THE ENTIRE 990 INCLUDING THE MANAGEMENT QUESTIONS. IT IS THEN DISCUSSED AND RETURNED TO OUR OUTSIDE AUDITORS FOR FURTHER CLARIFICATION AND COMPLETION. A FINAL DRAFT IS

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PREPARED, REVIEWED AGAIN BY THE ABOVE GOOD COUNSEL BOARD AND STAFF AND SENT ELECTRONICALLY TO THE FINANCE COMMITTEE OF THE GOOD COUNSEL BOARD OF DIRECTORS FOR FURTHER REVIEW AND APPROVAL. THEN THE DOCUMENT IS SENT TO THE ENTIRE BOARD OF DIRECTORS. THE BOARD REVIEWS AND APPROVES THE FINAL DRAFT OF FORM 990 PRIOR TO FILING WITH THE IRS.

FORM 990, PART VI, SECTION B, LINE 12:

GOOD COUNSEL'S CONFLICT OF INTEREST POLICY IS INCLUDED IN THEIR PERSONNEL MANUAL AND BROUGHT TO THE ATTENTION OF ALL STAFF, MENTIONED REPEATEDLY TO MANAGERS AND DISCUSSED WHEN OUTSIDE CONTRACTS OR OUTSOURCED WORK IS DONE. THE POLICY INCLUDES GUIDELINES TO ASSIST BOARD MEMBERS AND EMPLOYEES IN AVOIDING CONFLICTS OF INTEREST. IN THE EVENT OF A CONFLICT OF INTEREST, THE INTERESTED PARTY MUST DISCLOSE TO THE BOARD THE FINANCIAL RELATIONSHIP THAT HE/SHE HAS, WITH RESPECT TO THE ISSUE. THERE SHALL BE NO CONTRACT OR OTHER TRANSACTION BETWEEN GOOD COUNSEL INC. AND A BOARD MEMBER IN WHICH THERE EXISTS A CONFLICT OF INTEREST. THE BOARD WILL VOTE ON SUCH MATTER WITHOUT COUNTING THE VOTE(S) OF THE INTERESTED BOARD MEMBER(S).

FORM 990, PART VI, SECTION B, LINE 15A:

DURING THE PROCESS OF APPROVING THE BUDGET EACH YEAR, THE BOARD INCLUDES A REVIEW OF THE PRESIDENT'S COMPENSATION. THIS LAST TOOK PLACE DURING 2015. IN THE PAST, THE FINANCE COMMITTEE REQUESTED OUTSIDE, INDEPENDENT AUDITORS TO REVIEW THE COMPENSATION OF THE PRESIDENT. A REVIEW OF OTHER SIMILAR AGENCIES IN THE REGION WERE ASCERTAINED BY OUR AUDITORS IN TERMS OF EXECUTIVE SALARY. A RANGE OF SIMILAR AGENCIES SALARIES WAS PRESENTED TO THE GOOD COUNSEL FINANCE COMMITTEE AND PASSED ALONG TO THE FULL GOOD COUNSEL BOARD OF DIRECTORS FOR REVIEW, DISCUSSION AND FINALLY APPROVAL. MINUTES OF THE BOARD MEETINGS DOCUMENT THE REVIEW, DISCUSSION, AND APPROVAL OF THE

Name of the organization GOOD COUNSEL, INC.	Employer identification number 22-2831271
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PRESIDENT'S COMPENSATION.

FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION MAKES ITS FORM 990 AVAILABLE FOR PUBLIC INSPECTION AS REQUIRED UNDER SECTION 6104 OF THE INTERNAL REVENUE CODE. THE FINANCIAL STATEMENTS AND 990 ARE AVAILABLE EVERY YEAR ON THE ORGANIZATION'S WEBSITE AS WELL AS ON THE CHARITY NAVIGATOR AND GUIDESTAR WEBSITES. GOVERNING DOCUMENTS AND THE CONFLICT OF INTEREST POLICY ARE ONLY AVAILABLE UPON REQUEST AT 411 CLINTON STREET, HOBOKEN, NJ 07030.

FORM 990, PART XII, LINE 2C:

GOOD COUNSEL, INC. HAS A COMMITTEE THAT ASSUMES RESPONSIBILITY FOR OVERSIGHT OF THE AUDIT OF ITS FINANCIAL STATEMENTS AND SELECTION OF AN INDEPENDENT ACCOUNTANT. THIS PROCESS DID NOT CHANGE FROM THE PRIOR YEAR.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization

GOOD COUNSEL, INC.

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990.

▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Open to Public Inspection

Employer identification number
22-2831271

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2016

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?	(k) Percentage ownership
							Yes	No			

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
EVANGELIUM VITAE HOUSING DEVELOPMENT FUND CORPORATION - 26-4781329, 411 CLINTON STREET, HOBOKEN, NJ 07030	OWNS BUILDING IN BRONX, NY, WHERE MOTHERS & BABIES	NY	GOOD COUNSEL, INC.	C CORP			100.00%		X

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		X
o Sharing of paid employees with related organization(s)		X
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses		X
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

	(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

Part VII Supplemental Information.

Provide additional information for responses to questions on Schedule R. See instructions.

PART IV, IDENTIFICATION OF RELATED ORGANIZATIONS TAXABLE AS CORP OR TRUST:

NAME OF RELATED ORGANIZATION:

EVANGELIUM VITAE HOUSING DEVELOPMENT FUND CORPORATION

PRIMARY ACTIVITY: OWNS BUILDING IN BRONX, NY, WHERE MOTHERS & BABIES HELPED.