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Form **990-PF**

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2015 or tax year beginning

, and ending

Name of foundation WILLIAM C HERDLE TRUST			A Employer identification number 21-6013323	
Number and street (or P.O. box number if mail is not delivered to street address) Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 177,884		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,108	3,019		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,199			
	b Gross sales price for all assets on line 6a 66,823				
	7 Capital gain net income (from Part IV, line 2)		2,199		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	5,307	5,218	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	3,152	2,364		788
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,108			1,108
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	377	50		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	4,637	2,414	0	1,896
	25 Contributions, gifts, grants paid	8,555			8,555
26 Total expenses and disbursements. Add lines 24 and 25	13,192	2,414	0	10,451	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-7,885				
b Net investment income (if negative, enter -0-)		2,804			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	6,957	7,176	7,176
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	171,276	163,361	170,708	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	178,233	170,537	177,884	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	178,233	170,537	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	178,233	170,537	
31	Total liabilities and net assets/fund balances (see instructions)	178,233	170,537		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	178,233
2	Enter amount from Part I, line 27a	2	-7,885
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND & CTF INCOME ADDITIONS	3	343
4	Add lines 1, 2, and 3	4	170,691
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	154
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	170,537

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	2,199
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	9,468	198,974	0.047584
2013	7,893	192,514	0.041000
2012	9,801	186,151	0.052651
2011	9,442	192,308	0.049098
2010	8,569	181,764	0.047144
2	Total of line 1, column (d)		2 0.237477
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.047495
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5		4 187,439
5	Multiply line 4 by line 3		5 8,902
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 28
7	Add lines 5 and 6		7 8,930
8	Enter qualifying distributions from Part XII, line 4		8 10,451

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

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

Table with 11 rows for excise tax calculation. Includes sub-rows 6a-6d for credits and payments. Total amount owed is 0, amount overpaid is 186, and amount to be credited to 2016 estimated tax is 28.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, IRS reporting, and state reporting. Responses include 'Yes', 'No', and 'X' marks.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of WELLS FARGO BANK N.A Telephone no. 888-730-4933
Located at 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 27101-3818
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No X
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here 1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? Yes No X
If "Yes," list the years 20 , 20 , 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) 2b N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20 , 20 , 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.) 3b N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015? 4b X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

	5b	N/A
	6b	X
	7b	N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee 4.00	3,152		
.....				
.....				
.....				

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	184,291
b	Average of monthly cash balances	1b	6,002
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	190,293
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	190,293
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,854
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	187,439
6	Minimum investment return. Enter 5% of line 5	6	9,372

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	9,372
2a	Tax on investment income for 2015 from Part VI, line 5	2a	28
2b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	28
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,344
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	9,344
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	9,344

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	10,451
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	10,451
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	28
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,423

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				9,344
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			9,596	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2015 from Part XII, line 4. ▶ \$ 10,451				
a Applied to 2014, but not more than line 2a			9,596	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				855
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				8,489
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

NONE

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

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i> See Attached Statement</p>				
Total ▶ 3a				8,555
<p>b <i>Approved for future payment</i> NONE</p>				
Total ▶ 3b				0

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

Recipient(s) paid during the year

Name

LUTHERAN HOME AT MOORESTOWN

Street

3 MANHATTAN DRIVE

City

BURLINGTON

State

NJ

Zip Code

08016

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,277

Name

SILVER SPRINGS MARTIN LUTHER SCHOOL

Street

512 WEST TOWNSHIP LINE ROAD

City

PLYMOUTH MEETING

State

PA

Zip Code

19462

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,278

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals		
															Capital Gains/Losses	Net Gain or Loss	
														Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss	
1 CREDIT SUISSE COMM RET	22544R305	X				9/2/2014	7/21/2015	1,653	2,150						2,150	66,823	2,199
2 CREDIT SUISSE COMM RET	22544R305	X				11/4/2011	7/21/2015	1,445	2,275						2,275	64,624	0
3 DODGE & COX INTL STOCK	256206103	X				8/27/2014	6/18/2015	716	756						756	0	-830
4 DODGE & COX INTL STOCK	256206103	X				6/20/2014	7/21/2015	569	605						605	0	-40
5 DODGE & COX INTL STOCK	256206103	X				8/27/2014	7/21/2015	1,201	1,286						1,286	0	-36
6 DODGE & COX INTL STOCK	256206103	X				10/24/2014	7/21/2015	83	82						82	0	-85
7 DREYFUS EMG MKT DEBT LG	261900494	X				12/17/2010	6/18/2015	700	847						847	0	-147
8 DREYFUS EMG MKT DEBT LG	261900494	X				2/17/2011	7/21/2015	372	490						490	0	-118
9 DREYFUS EMG MKT DEBT LG	261900494	X				1/14/2011	7/21/2015	420	542						542	0	-122
10 DREYFUS EMG MKT DEBT LG	261900494	X				2/14/2012	11/20/2015	396	521						521	0	-125
11 DREYFUS EMG MKT DEBT LG	261900494	X				7/12/2013	11/20/2015	593	762						762	0	-160
12 DREYFUS EMG MKT DEBT LG	261900494	X				7/12/2013	12/4/2015	1,136	1,481						1,481	0	-345
13 DREYFUS EMG MKT DEBT LG	261900494	X				12/2/2015	12/4/2015	283	356						356	0	-73
14 DREYFUS EMG MKT DEBT LG	261900494	X				12/2/2015	12/4/2015	372	430						430	0	-58
15 DREYFUS EMG MKT DEBT LG	261900494	X				4/24/2014	6/10/2015	1,435	1,550						1,550	0	-115
16 DRIEHAUS ACTIVE INCOME	262028855	X				10/11/2013	12/07/2015	1,125	1,158						1,158	0	-33
17 DRIEHAUS ACTIVE INCOME	262028855	X				8/10/2012	12/07/2015	913	913						913	0	0
18 DRIEHAUS ACTIVE INCOME	262028855	X				8/10/2012	10/27/2015	1,875	1,918						1,918	0	-43
19 HARBOR CAPITAL APRTION	411511504	X				8/27/2014	6/18/2015	903	854						854	0	49
20 HARBOR CAPITAL APRTION	411511504	X				10/28/2014	6/18/2015	1,045	980						980	0	63
21 HARBOR CAPITAL APRTION	411511504	X				7/23/2015	11/10/2015	966	1,000						1,000	0	-14
22 ISHARES CORE S & P 500 ET	464287200	X				8/25/2014	12/01/2015	405	403						403	0	2
23 ISHARES CORE S & P 500 ET	464287200	X				8/24/2011	7/21/2015	1,706	939						939	0	767
24 ISHARES CORE S & P 500 ET	464287200	X				8/24/2012	7/21/2015	2,345	1,547						1,547	0	798
25 AGR MANAGED FUTURES ST	09203H639	X				1/22/2015	10/27/2015	764	764						764	0	0
26 AGR MANAGED FUTURES ST	09203H639	X				8/27/2014	7/21/2015	1,234	1,139						1,139	0	95
27 ARTISAN INTERNATIONAL FI	04314H402	X				6/20/2014	7/21/2015	1,062	1,052						1,052	0	10
28 ARTISAN INTERNATIONAL FI	04314H402	X				8/27/2014	7/21/2015	1,328	1,306						1,306	0	22
29 ARTISAN MID CAP FUND-INS	04314H600	X				8/27/2014	6/18/2015	310	311						311	0	-1
30 CREDIT SUISSE COMM RET	22544R305	X				8/27/2014	7/21/2015	286	375						375	0	-89
31 ISHARES CORE S & P 500 ET	464287200	X				6/18/2014	7/21/2015	426	392						392	0	34
32 ISHARES CORE S & P 500 ET	464287200	X				8/25/2014	7/21/2015	604	604						604	0	36
33 ISHARES CORE S & P 500 ET	464287200	X				10/22/2014	7/21/2015	1,279	1,175						1,175	0	104
34 JPMORGAN HIGH YIELD FUN	4812C0803	X				4/24/2014	8/28/2015	541	600						600	0	-59
35 JPMORGAN HIGH YIELD FUN	4812C0803	X				1/23/2014	8/28/2015	2,387	2,632						2,632	0	-245
36 KALMAR GR W/VAL SM CAP	483438305	X				2/11/2013	7/21/2015	3,385	2,892						2,892	0	493
37 KALMAR GR W/VAL SM CAP	483438305	X				6/20/2014	7/21/2015	299	316						316	0	-19
38 KALMAR GR W/VAL SM CAP	483438305	X				8/27/2014	7/21/2015	1,904	1,987						1,987	0	-63
39 MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	1/20/2015	545	554						554	0	-9
40 MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	6/18/2015	617	595						595	0	22
41 MERGER FUND-INST #301	589509207	X				1/4/2011	1/20/2015	962	988						988	0	-26
42 MERGER FUND-INST #301	589509207	X				1/4/2011	10/27/2015	309	319						319	0	-10
43 ASSG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	1/20/2015	363	368						368	0	-5
44 ASSG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	10/27/2015	794	782						782	0	-48
45 NEUBERGER BERMAN LONG	64128R608	X				1/22/2015	11/10/2015	266	271						271	0	-5
46 OPPENHEIMER DEVELOPING	683974604	X				8/27/2014	7/21/2015	1,774	2,098						2,098	0	-324
47 OPPENHEIMER DEVELOPING	683974604	X				8/27/2014	11/10/2015	3,101	4,072						4,072	0	-871
48 PIMCO FOREIGN BD FD USD	693390882	X				6/4/2007	6/10/2015	332	316						316	0	16
49 PIMCO FOREIGN BD FD USD	693390882	X				9/4/2007	6/10/2015	10	10						10	0	0
50 PIMCO FOREIGN BD FD USD	693390882	X				1/26/2007	6/10/2015	480	464						464	0	16
51 PIMCO FOREIGN BD FD USD	693390882	X				1/23/2014	6/10/2015	639	645						645	0	-6
52 PRINCIPAL GL MULT STRAT	742551636	X				8/8/2014	10/27/2015	99	99						99	0	0
53 PRINCIPAL GL MULT STRAT	742551636	X				8/8/2014	10/27/2015	1,927	1,927						1,927	0	-5
54 ROBOE BP LINGSHRT RES	74925X581	X				8/27/2014	1/20/2015	1,123	1,130						1,130	0	-7
55 T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	1/20/2015	1,231	1,231						1,231	0	-8
56 T ROWE PRICE INST FLOAT	77957P105	X				7/12/2013	7/21/2015	1,396	1,408						1,408	0	-12
57 T ROWE PRICE INST FLOAT	77957P105	X				7/12/2013	7/21/2015	244	248						248	0	-4
58 T ROWE PRICE INST FLOAT	77957P105	X				1/23/2014	8/28/2015	1,234	1,269						1,269	0	-32
59 SPDR DJ WILSHIRE INTERNA	78463X863	X				8/25/2014	1/20/2015	475	495						495	0	-20
60 STRATION SM-CAP VALUE F	863137105	X				6/20/2014	11/10/2015	223	234						234	0	-11
61 VANGUARD TOTAL BOND MA	921937835	X				9/30/2014	1/20/2015	4,601	4,511						4,511	0	90
62 VANGUARD REIT VIPER	922908553	X				8/25/2014	1/20/2015	435	380						380	0	55
63 VANGUARD REIT VIPER	922908553	X				12/17/2010	1/20/2015	782	451						451	0	331
64 VANGUARD REIT VIPER	922908553	X				7/21/2015	11/10/2015	389	392						392	0	-3

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

		1,108	0	0	1,108
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	1,108			1,108

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

		377	50	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	50	50		
2	PY EXCISE TAX DUE	113			
3	ESTIMATED EXCISE PAYMENTS	214			

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	171,276	163,361	170,708
					Book Value End of Year	FMV End of Year
1				0		
2	JPMORGAN HIGH YIELD FUND SS 3580		0	4,026	3,611	
3	T ROWE PRICE INST FLOAT RATE 170		0	1,509	1,432	
4	OPPENHEIMER DEVELOPING MKT-I 799		0	15,266	12,435	
5	BLACKROCK GL US CREDIT-INS #1833		0	4,597	4,318	
6	SPDR DJ WILSHIRE INTERNATIONAL REA		0	6,750	7,002	
7	ROBECO BP LNG/SHRT RES-INS		0	1,940	1,919	
8	NEUBERGER BERMAN LONG SH-INS #183		0	4,586	4,421	
9	CREDIT SUISSE COMM RT ST-CO 2156		0	5,316	3,415	
10	DODGE & COX INCOME FD COM 147		0	7,633	7,838	
11	HARBOR CAPITAL APRCTON-INST 2012		0	15,589	20,336	
12	T ROWE PRICE SHORT TERM BD FD 55		0	2,596	2,575	
13	ARTISAN INTERNATIONAL FD I 662		0	7,562	9,901	
14	MERGER FUND-INST #301		0	1,645	1,587	
15	ARTISAN MID CAP FUND-INSTL 1333		0	7,262	7,338	
16	MET WEST TOTAL RETURN BOND CL I 51		0	8,076	7,853	
17	FID ADV EMER MKTS INC- CL I 607		0	7,488	7,113	
18	T ROWE PRICE REAL ESTATE FD 122		0	2,520	2,528	
19	EATON VANCE GLOBAL MACRO - I		0	1,834	1,812	
20	DODGE & COX INT'L STOCK FD 1048		0	7,273	9,334	
21	AMER CENT SMALL CAP GRWTH INST 33		0	6,765	5,868	
22	MFS VALUE FUND-CLASS I 893		0	18,527	20,495	
23	JP MORGAN MID CAP VALUE-I 758		0	6,651	7,955	
24	STERLING CAPITAL STRATTON SMALL CA		0	6,308	5,688	
25	ASG GLOBAL ALTERNATIVES-Y 1993		0	5,066	4,720	
26	VANGUARD REIT VIPER		0	4,855	7,495	
27	AQR MANAGED FUTURES STR-I		0	1,721	1,719	

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	343
2	Total	2	343

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	14
2	MUTUAL FUND & CTF INCOME SUBTRACTIONS	2	53
3	PY RETURN OF CAPITAL ADJUSTMENT	3	87
4	Total	4	154

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions 4,018
Short Term CG Distributions 0

Line	Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
1	CREDIT SUISSE COMM RET		9/5/2014	7/21/2015	1,653		0	2,150	-497		0	0	-1,819
2	CREDIT SUISSE COMM RET		1/14/2014	7/21/2015	1,445		0	2,275	-830		0	0	-830
3	DODGE & COX INTL STOCK		8/21/2014	7/21/2015	716		0	756	-40		0	0	-40
4	DODGE & COX INTL STOCK		8/21/2014	7/21/2015	569		0	605	-36		0	0	-36
5	DODGE & COX INTL STOCK		8/21/2014	7/21/2015	1,201		0	1,286	-85		0	0	-85
6	DODGE & COX INTL STOCK		10/24/2014	7/21/2015	83		0	82	1		0	0	1
7	DREYFUS EMG MKT DEBT LC		12/17/2010	6/18/2015	700		0	847	-147		0	0	-147
8	DREYFUS EMG MKT DEBT LC		12/17/2010	11/20/2015	372		0	490	-118		0	0	-118
9	DREYFUS EMG MKT DEBT LC		1/14/2011	11/20/2015	420		0	542	-122		0	0	-122
10	DREYFUS EMG MKT DEBT LC		2/14/2012	11/20/2015	396		0	521	-125		0	0	-125
11	DREYFUS EMG MKT DEBT LC		7/12/2013	12/4/2015	593		0	762	-169		0	0	-169
12	DREYFUS EMG MKT DEBT LC		12/23/2014	12/4/2015	263		0	356	-93		0	0	-93
13	DREYFUS EMG MKT DEBT LC		12/23/2014	12/4/2015	372		0	430	-58		0	0	-58
14	DREYFUS INTERNAL BOND		4/24/2014	6/10/2015	1,435		0	1,550	-115		0	0	-115
15	DRIEHAUS ACTIVE INCOME F		10/1/2013	7/20/2015	1,125		0	1,158	-33		0	0	-33
16	DRIEHAUS ACTIVE INCOME F		8/10/2012	7/20/2015	913		0	913	0		0	0	0
17	DRIEHAUS ACTIVE INCOME F		8/10/2012	10/27/2015	1,875		0	1,918	-43		0	0	-43
18	DRIEHAUS ACTIVE INCOME F		8/10/2012	6/18/2015	903		0	854	49		0	0	49
19	HARBOR CAPITAL APRCTON		8/21/2014	6/18/2015	1,045		0	980	65		0	0	65
20	HARBOR CAPITAL APRCTON		10/28/2014	6/18/2015	986		0	1,000	-14		0	0	-14
21	HARBOR CAPITAL APRCTON		7/23/2015	11/10/2015	986		0	1,000	-14		0	0	-14
22	ISHARES CORE S & P 500 ET		8/25/2014	7/20/2015	405		0	403	2		0	0	2
23	ISHARES CORE S & P 500 ET		8/24/2014	7/21/2015	1,706		0	939	767		0	0	767
24	ISHARES CORE S & P 500 ET		8/8/2012	7/21/2015	2,345		0	1,547	798		0	0	798
25	ISHARES CORE S & P 500 ET		1/22/2015	10/27/2015	764		0	764	0		0	0	0
26	ARTISAN INTERNATIONAL FC		6/20/2014	7/21/2015	1,234		0	1,139	95		0	0	95
27	ARTISAN INTERNATIONAL FC		6/20/2014	7/21/2015	1,062		0	1,052	10		0	0	10
28	ARTISAN INTERNATIONAL FC		8/21/2014	7/21/2015	1,328		0	1,306	22		0	0	22
29	ARTISAN MID CAP FUND-INS		8/21/2014	6/18/2015	311		0	311	-1		0	0	-1
30	CREDIT SUISSE COMM RET		8/21/2014	7/21/2015	286		0	375	-89		0	0	-89
31	ISHARES CORE S & P 500 ET		6/18/2014	7/21/2015	426		0	392	34		0	0	34
32	ISHARES CORE S & P 500 ET		8/25/2014	7/21/2015	640		0	604	36		0	0	36
33	ISHARES CORE S & P 500 ET		10/22/2014	7/21/2015	1,279		0	1,175	104		0	0	104
34	ISHARES CORE S & P 500 ET		4/24/2014	8/28/2015	541		0	600	-59		0	0	-59
35	JPMORGAN HIGH YIELD FUN		1/23/2014	9/28/2015	2,387		0	2,632	-245		0	0	-245
36	KALMAR GR W/VAL SM CAP		2/11/2013	7/21/2015	3,385		0	2,892	493		0	0	493
37	KALMAR GR W/VAL SM CAP		6/20/2014	7/21/2015	299		0	318	-19		0	0	-19
38	KALMAR GR W/VAL SM CAP		8/21/2014	7/21/2015	1,904		0	1,967	-63		0	0	-63
39	MFS VALUE FUND-CLASS I#		6/20/2014	1/20/2015	545		0	554	-9		0	0	-9
40	MFS VALUE FUND-CLASS I#		6/20/2014	6/18/2015	917		0	595	322		0	0	322
41	MERGER FUND-INST #301		1/14/2011	1/20/2015	962		0	988	-26		0	0	-26
42	MERGER FUND-INST #301		1/14/2011	10/27/2015	309		0	319	-10		0	0	-10
43	ASG GLOBAL ALTERNATIVES		7/12/2013	1/20/2015	363		0	368	-5		0	0	-5
44	ASG GLOBAL ALTERNATIVES		7/12/2013	10/27/2015	734		0	782	-48		0	0	-48
45	NEUBERGER BERMAN LONG		1/22/2014	11/10/2015	296		0	271	25		0	0	25
46	OPPENHEIMER DEVELOPING		8/27/2014	7/21/2015	1,774		0	2,098	-324		0	0	-324
47	OPPENHEIMER DEVELOPING		8/27/2014	11/10/2015	3,101		0	4,072	-971		0	0	-971
48	PIMCO FOREIGN BD FD USD		6/4/2007	6/10/2015	332		0	316	16		0	0	16
49	PIMCO FOREIGN BD FD USD		9/4/2007	6/10/2015	10		0	10	0		0	0	0
50	PIMCO FOREIGN BD FD USD		1/26/2007	6/10/2015	480		0	464	16		0	0	16
51	PIMCO FOREIGN BD FD USD		1/23/2014	6/10/2015	639		0	645	-6		0	0	-6
52	PRINCIPAL GL MULT STRAT-		8/8/2014	1/20/2015	99		0	99	0		0	0	0
53	PRINCIPAL GL MULT STRAT-		8/8/2014	10/27/2015	1,927		0	1,922	5		0	0	5
54	ROBOCO BP LINGISHIRT RES		8/27/2014	1/20/2015	1,123		0	1,130	-7		0	0	-7
55	T ROWE PRICE SHORT TRN		7/12/2013	1/20/2015	1,223		0	1,231	-8		0	0	-8
56	T ROWE PRICE SHORT TRN		7/12/2013	7/21/2015	1,396		0	1,408	-12		0	0	-12
57	T ROWE PRICE INST FLOAT		1/23/2014	7/21/2015	244		0	248	-4		0	0	-4
58	T ROWE PRICE INST FLOAT		1/23/2014	8/28/2015	1,234		0	1,269	-35		0	0	-35
59	SPDR DJ WILSHIRE INTERNA		8/25/2014	1/20/2015	475		0	485	-10		0	0	-10
60	STRATTON SM-CAP VALUE F		6/20/2014	11/10/2015	273		0	234	39		0	0	39
61	VANGUARD TOTAL BOND MA		9/30/2014	1/20/2015	4,601		0	4,511	90		0	0	90
62	VANGUARD REIT VIPER		8/25/2014	1/20/2015	435		0	380	55		0	0	55
63	VANGUARD REIT VIPER		12/17/2010	1/20/2015	762		0	451	311		0	0	311
64	VANGUARD REIT VIPER		7/21/2015	11/10/2015	389		0	392	-3		0	0	-3

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

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	3,152	3,152	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment	5/8/2015	214
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		214

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2014 that remained undistributed at the beginning of the 2015 tax year . . .	1	9,596
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	9,596