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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 5/1/2015, and ending 4/30/2016

Name of foundation WALTER D DUNN MEMORIAL TW			A Employer identification number 23-6609806	
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			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
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				
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				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,390,709			J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>			C If exemption application is pending, check here ▶ <input type="checkbox"/>	
D 1. Foreign organizations, check here ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>				
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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	23,943	23,360		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	48,460			
	b Gross sales price for all assets on line 6a	577,832			
	7 Capital gain net income (from Part IV, line 2)		48,460		
	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	72,403	71,820	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	21,393	19,254		2,139
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	676			676
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,714	389		
	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	24,783	19,643	0	2,815
	25 Contributions, gifts, grants paid	39,275			39,275
26 Total expenses and disbursements. Add lines 24 and 25	64,058	19,643	0	42,090	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	8,345				
b Net investment income (if negative, enter -0-)		52,177			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

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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	37,252	36,269	36,269
	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)	1,277,734	1,286,189	1,354,440	
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)	1,314,986	1,322,458	1,390,709	
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 and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,314,986	1,322,458	
	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)	1,314,986	1,322,458	
31 Total liabilities and net assets/fund balances (see instructions)	1,314,986	1,322,458		

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	1,314,986
2 Enter amount from Part I, line 27a	2	8,345
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,323,331
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	873
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,322,458

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				(i) 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	48,460
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.

(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	45,595	1,501,430	0.030368
2013	51,041	1,453,302	0.035121
2012	69,896	1,389,569	0.050300
2011	75,923	1,395,479	0.054406
2010	97,587	1,427,123	0.068380
2 Total of line 1, column (d)			2 0.238575
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 0.047715
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 1,399,265
5 Multiply line 4 by line 3			5 66,766
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 522
7 Add lines 5 and 6			7 67,288
8 Enter qualifying distributions from Part XII, line 4 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			8 42,090

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	1	1,044	
3	Add lines 1 and 2	2	0	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	1,044	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	4		
6	Credits/Payments	5	1,044	
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,565	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	1,565	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	521	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax 521 Refunded	11	0	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a			X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
1b			X
c	Did the foundation file Form 1120-POL for this year?		X
1c			X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
2			X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
3			X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4a			X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
4b		N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
5			X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
6		X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
7		X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ		
8a			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
8b		X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
9			X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X
10			X

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
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is 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____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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	21,393	

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	1,377,621
b	Average of monthly cash balances	1b	42,953
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,420,574
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	1,420,574
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	21,309
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,399,265
6	Minimum investment return. Enter 5% of line 5	6	69,963

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	69,963
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,044
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,044
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	68,919
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	68,919
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	68,919

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	42,090
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	42,090
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	42,090

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				68,919
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			42,576	
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 ▶ \$ 42,090				
a Applied to 2014, but not more than line 2a			42,090	
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				
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			486	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				68,919
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 XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			3a	39,275
b Approved for future payment NONE				
Total			3b	0

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

[illegible]

**Sign
Here**

John A. Salento SVP Wells Fargo Bank N.A.
Signature of officer or trustee


3/9/2017
Date

SVP Wells Fargo Bank N A

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
JOSEPH J CASTRIANO

Preparer's signature 

Date
3/9/2017

Check ☒ if self-employed

PTIN
P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

Name

THE CHILDREN'S SEASHORE HOUSE

Street

34TH ST & CIVIC CENTER BLVD

City

PHILADELPHIA

State

PA

Zip Code

19014-4399

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

19,637

Name

ASSOCIATED SERVICES FOR THE BLIND

Street

919 WALNUT STREET

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

9,819

Name

TABOR SERVICES INC

Street

601 NEW BRITAIN ROAD

City

DOYLESTOWN

State

PA

Zip Code

18901

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

9,819

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

Long Term CG Distributions		Short Term CG Distributions		Amount	Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
				30,623	Capital Gains/Losses										577,832		529,372		48,460	
				0	Other sales										0		0		0	
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						
1 BLACKROCK GL US CREDIT	091936732	X				10/27/2015	1/20/2016	977	1,050					-73						
2 CREDIT SUISSE COMM RET	22544R305	X				9/5/2014	7/21/2015	14,753	19,130					-4,437						
3 CREDIT SUISSE COMM RET	22544R305	X				10/20/2011	7/21/2015	10,925	15,527					-5,601						
4 DODGE & COX INTL STOCK	256205103	X				10/20/2014	7/21/2015	3,720	3,953					-233						
5 DODGE & COX INTL STOCK	256205103	X				10/24/2014	7/21/2015	3,201	3,171					30						
6 DODGE & COX INTL STOCK	256205103	X				1/22/2015	7/21/2015	10,933	10,598					335						
7 DODGE & COX INTL STOCK	256205103	X				10/9/2013	7/21/2015	584	531					53						
8 DODGE & COX INCOME FD C	256210105	X				1/22/2015	1/20/2016	3,930	4,117					-187						
9 DODGE & COX INCOME FD C	256210105	X				7/23/2015	1/20/2016	1,150	1,185					-35						
10 DREYFUS EMG MKT DEBT LC	261980494	X				12/11/2010	7/21/2015	4,967	5,060					-1,093						
11 DREYFUS EMG MKT DEBT LC	261980494	X				12/17/2010	1/12/2015	3,137	4,129					-992						
12 DREYFUS EMG MKT DEBT LC	261980494	X				2/14/2012	1/12/2015	3,879	3,025					954						
13 DREYFUS EMG MKT DEBT LC	261980494	X				7/12/2013	1/12/2015	7,442	9,557					-2,115						
14 DREYFUS EMG MKT DEBT LC	261980494	X				10/20/2011	12/4/2015	2,971	3,805					-835						
15 DREYFUS EMG MKT DEBT LC	261980494	X				7/12/2013	12/4/2015	5,163	6,735					-1,572						
16 DREYFUS EMG MKT DEBT LC	261980494	X				1/23/2014	12/4/2015	2,616	3,288					-672						
17 DREYFUS EMG MKT DEBT LC	261980494	X				1/22/2015	12/4/2015	3,504	4,056					-552						
18 DREYFUS EMG MKT DEBT LC	261980494	X				4/24/2014	8/10/2015	10,471	11,308					-837						
19 DREYFUS EMG MKT DEBT LC	261980494	X				8/10/2012	10/27/2015	14,441	14,767					-326						
20 EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	1/20/2016	1,028	1,053					-25						
21 FID ADV EMER MKTS INC-CL	315920702	X				7/23/2015	1/20/2016	1,853	2,013					-160						
22 HARBOR CAPITAL APCN	411511504	X				7/23/2015	11/10/2015	8,345	8,467					-122						
23 ISHARES CORE S & P 500 ET	464287200	X				8/24/2011	7/21/2015	13,008	7,157					5,849						
24 ISHARES CORE S & P 500 ET	464287200	X				10/9/2013	7/21/2015	5,609	5,168					1,441						
25 ISHARES CORE S & P 500 ET	464287200	X				6/18/2014	7/21/2015	213	196					17						
26 ISHARES CORE S & P 500 ET	464287200	X				10/22/2014	7/21/2015	8,742	8,028					714						
27 JPMORGAN HIGH YIELD FUN	4812C0803	X				4/24/2014	8/28/2015	4,087	4,533					-446						
28 JPMORGAN HIGH YIELD FUN	4812C0803	X				1/23/2014	8/28/2015	18,700	20,516					-1,916						
29 KALMAR GR WI VAL SM CAP	483438305	X				10/9/2013	7/21/2015	10,130	10,465					-335						
30 KALMAR GR WI VAL SM CAP	483438305	X				2/11/2013	7/21/2015	28,788	24,592					4,206						
31 KALMAR GR WI VAL SM CAP	483438305	X				10/24/2014	7/21/2015	2,133	2,272					-139						
32 KALMAR GR WI VAL SM CAP	483438305	X				1/22/2015	7/21/2015	1,802	1,783					39						
33 KALMAR GR WI VAL SM CAP	483438305	X				7/23/2015	11/10/2015	902	862					40						
34 MFS VALUE FUND-CLASS I #	552983694	X				7/23/2015	11/10/2015	5,939	6,088					-89						
35 MFS VALUE FUND-CLASS I #	552983694	X				7/23/2015	3/29/2016	3,300	3,530					-230						
36 MERGER FUND-INST #301	59509207	X				10/20/2011	10/27/2015	2,180	2,229					-49						
37 MERGER FUND-INST #301	59509207	X				10/20/2011	1/20/2016	715	759					-44						
38 MET WEST TOTAL RETURN B	592505509	X				1/22/2015	1/20/2016	5,757	5,918					-161						
39 ASG GLOBAL ALTERNATIVES	63872T865	X				7/12/2013	10/27/2015	5,205	5,543					-337						
40 ASG GLOBAL ALTERNATIVES	63872T865	X				7/12/2013	1/20/2016	1,596	1,794					-198						
41 NEUBERGER BERMAN LONG	64128R608	X				1/22/2015	11/10/2015	1,682	1,689					-7						
42 NEUBERGER BERMAN LONG	64128R608	X				1/22/2015	1/20/2016	1,068	1,160					-95						
43 OPPENHEIMER DEVELOPING	663974604	X				6/20/2014	7/21/2015	1,930	1,930					-3						
44 OPPENHEIMER DEVELOPING	663974604	X				1/22/2015	7/21/2015	11,930	12,293					-363						
45 OPPENHEIMER DEVELOPING	663974604	X				10/9/2013	11/10/2015	9,432	11,072					-1,640						
46 OPPENHEIMER DEVELOPING	663974604	X				1/22/2015	11/10/2015	711	813					-102						
47 OPPENHEIMER DEVELOPING	663974604	X				1/23/2014	11/10/2015	13,974	16,140					-2,166						
48 PINCO FOREIGN BD FD USD	893390882	X				9/25/2008	6/10/2015	7,204	8,648					-558						
49 PINCO FOREIGN BD FD USD	893390882	X				1/23/2014	6/10/2015	3,926	3,966					-42						
50 PRINCIPAL GL MGMT STRAT-	742551696	X				8/8/2014	10/27/2015	15,183	15,141					42						
51 BOSTON P LNG/SHRT RES-IN	74925K581	X				10/9/2013	3/29/2016	273	273					27						
52 T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	7/21/2015	10,678	10,768					-90						
53 T ROWE PRICE SHORT TERM	77957P105	X				6/10/2015	7/20/2016	1,903	1,919					-16						
54 T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	3/29/2016	1,047	1,062					-15						
55 T ROWE PRICE SHORT TERM	77957P105	X				6/10/2015	3/29/2016	14,977	15,072					-95						
56 T ROWE PRICE SHORT TERM	77957P105	X				11/13/2015	3/29/2016	2,185	2,190					-5						
57 T ROWE PRICE INST FLOAT	77958B402	X				1/23/2014	8/28/2015	10,846	10,542					304						
58 T ROWE PRICE REAL ESTAT	779919109	X				12/24/2015	3/29/2016	28,062	27,046					1,016						
59 SPDR DJ WILSHIRE INTERNA	78463X863	X				10/9/2013	1/20/2016	4,083	4,855					-773						
60 SPDR DJ WILSHIRE INTERNA	78463X863	X				1/21/2014	1/20/2016	1,865	2,184					-289						
61 SPDR DJ WILSHIRE INTERNA	78463X863	X				7/21/2015	1/20/2016	1,443	1,750					-307						
62 SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	1/20/2016	10,442	10,519					-277						
63 SPDR DJ WILSHIRE INTERNA	78463X863	X				3/29/2016	1/20/2016	20,044	17,785					2,259						
64 SPDR DJ WILSHIRE INTERNA	78463X863	X				10/20/2011	3/29/2016	17,273	14,343					2,930						
65 STRATON SM-CAP VALUE F	863137105	X				6/20/2014	11/10/2015	1,785	1,875					-91						
66 VANGUARD REIT VIPER	922908553	X				7/21/2015	11/10/2015	2,577	2,901					-24						
67 VANGUARD REIT VIPER	922908553	X				7/21/2015	1/20/2016	3,592	3,852					-260						
68 VANGUARD REIT VIPER	922908553	X				12/17/2010	3/29/2016	55,977	34,031					21,946						
69 VANGUARD REIT VIPER	922908553	X				7/21/2015	3/29/2016	493	472					21						
70 ISHARES CORE S & P 500 ET	464287200	X				8/8/2012	7/21/2015	20,042	13,219					6,823						
71 AOR MANAGED FUTURES ST	00203H859	X				1/23/2014	10/27/2015	5,721	5,998					-277						
72 AOR MANAGED FUTURES ST	00203H859	X				1/22/2015	10/27/2015	6,410	6,410					0						

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

Long Term CG Distributions		Amount	Totals										Gross Sales		Cost or Other Basis, Expenses Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions		0	Capital Gains/Losses										577,832		929,372		48,460	
			Other sales	Gross Sales Price	Date Sold	Date Acquired	Acquisition Method	Check "X" if Purchaser is a Business	Purchaser	Check "X" to include in Part IV	CUSIP #	Description	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
73	IAQR MANAGED FUTURES ST			2,849	10/27/2015	7/12/2013				X	00203HB59		2,827					222
74	IAQR MANAGED FUTURES ST			1,033	1/20/2016	7/12/2013				X	00203HB59		977					56
75	ARTISAN INTERNATIONAL FI			2,095	7/21/2015	4/24/2014				X	04314H402		1,985					110
76	ARTISAN INTERNATIONAL FI			5,934	7/21/2015	6/20/2014				X	04314H402		5,880					54
77	ARTISAN INTERNATIONAL FI			6,455	7/21/2015	1/22/2015				X	04314H402		6,246					209
78	ARTISAN INTERNATIONAL FI			2,816	7/21/2015	10/9/2013				X	04314H402		2,494					322

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

		676	0	0	676
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	676			676

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

		2,714	389	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	389	389		
2	PY EXCISE TAX DUE	760			
3	ESTIMATED EXCISE PAYMENTS	1,565			

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			1,277,734	1,286,189	1,354,440
2	ARTISAN INTERNATIONAL FD I 662		0	67,771	85,996
3	MERGER FUND-INST #301		0	12,250	11,878
4	ARTISAN MID CAP FUND-INSTL 1333		0	73,141	72,626
5	DODGE & COX INCOME FD COM 147		0	56,522	61,824
6	MET WEST TOTAL RETURN BOND CL I 51		0	87,264	87,134
7	HARBOR CAPITAL APRCTION-INST 2012		0	134,178	168,422
8	FID ADV EMER MKTS INC- CL I 607		0	62,179	62,803
9	EATON VANCE GLOBAL MACRO - I		0	13,870	13,594
10	DODGE & COX INT'L STOCK FD 1048		0	72,040	88,000
11	AMER CENT SMALL CAP GRWTH INST 33		0	61,875	52,791
12	MFS VALUE FUND-CLASS I 893		0	147,514	172,044
13	JP MORGAN MID CAP VALUE-I 758		0	57,637	71,287
14	STERLING CAPITAL STRATTON SMALL CA		0	55,730	52,424
15	ASG GLOBAL ALTERNATIVES-Y 1993		0	40,939	35,127
16	AQR MANAGED FUTURES STR-I		0	13,556	13,514
17	VANGUARD INFLAT-PROT SECS-ADM 511		0	4,500	4,521
18	JPMORGAN HIGH YIELD FUND SS 3580		0	56,549	55,357
19	T ROWE PRICE INST FLOAT RATE 170		0	22,760	22,473
20	OPPENHEIMER DEVELOPING MKT-I 799		0	120,745	110,749
21	BLACKROCK GL L/S CREDIT-INS #1833		0	36,457	34,401
22	ROBECO BP LNG/SHRT RES-INS		0	13,109	14,380
23	NEUBERGER BERMAN LONG SH-INS #183		0	34,437	33,783
24	CREDIT SUISSE COMM RT ST-CO 2156		0	41,166	29,312

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

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

1	COST BASIS ADJUSTMENT	1	11
2	MUTUAL FUND TIMING DIFFERENCE	2	200
3	PY RETURN OF CAPITAL ADJUSTMENT	3	662
4	Total	4	873

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

Long Term CG Distributions															Short Term CG Distributions																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																										
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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount										
		30,523			0										
Description of Property Sold	CUSIP #	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 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses			
70 ISHARES CORE S & P 500 ET	464287200	8/8/2012	7/21/2015	20,042		0	13,219	8,823		0	0	17,837			
71 AQR MANAGED FUTURES ST	00203H859	1/23/2014	10/27/2015	5,986		0	5,721	277		0	0	6,823			
72 AQR MANAGED FUTURES ST	00203H859	1/22/2015	10/27/2015	6,410		0	6,410	0		0	0	277			
73 AQR MANAGED FUTURES ST	00203H859	7/12/2013	10/27/2015	2,849		0	2,627	222		0	0	222			
74 AQR MANAGED FUTURES ST	00203H859	7/12/2013	1/20/2016	1,033		0	977	56		0	0	56			
75 ARTISAN INTERNATIONAL FI	04314H402	4/24/2014	7/21/2015	2,095		0	1,955	110		0	0	110			
76 ARTISAN INTERNATIONAL FI	04314H402	6/20/2014	7/21/2015	5,934		0	5,860	84		0	0	84			
77 ARTISAN INTERNATIONAL FI	04314H402	1/22/2015	7/21/2015	6,455		0	6,246	209		0	0	209			
78 ARTISAN INTERNATIONAL FI	04314H402	10/9/2013	7/21/2015	2,816		0	2,494	322		0	0	322			

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

1		Wells Fargo Bank N.A. Trust Tax D	Check "x" if Business	X	Street	1 W 4th St 4th Floor MAC D4000-041	City	Winston Salem	State	NC	Zip Code	27101-3818	Foreign Country		Title	TRUSTEE	Avg Hrs Per Week	4.00	Compensation	21,393	Benefits	0	Expense Account	0
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Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	9/10/2015	2	391
3 Second quarter estimated tax payment	10/9/2015	3	392
4 Third quarter estimated tax payment	1/12/2016	4	391
5 Fourth quarter estimated tax payment	4/12/2016	5	391
6 Other payments		6	
7 Total		7	1,565

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	<u>42,576</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>42,576</u>