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

2015

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- Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning

7/1/2015

, and ending

6/30/2016

Name of foundation

EDGAR A THURMAN FOUNDATION FOR CHILDREN

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P O BOX 1908

City or town

State

ZIP code

ORLANDO

FL

32802-1908

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 6,710,665	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____
--	--

A Employer identification number

54-6113281

B Telephone number (see instructions)

(804) 782-7114

C If exemption application is pending, check here ►

D 1. Foreign organizations, check here ►
2. Foreign organizations meeting the 85% test,
check here and attach computation ►

E If private foundation status was terminated under
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ►
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)
	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	152,947	152,947		
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-126,162			
	b Gross sales price for all assets on line 6a	1,914,956			
	7 Capital gain net income (from Part IV, line 2)				
	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	26,785	152,947	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	57,073	28,537		28,537
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,000			1,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	19,001	2,293		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,437			4,437
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	81,511	30,830	0	33,974
	25 Contributions, gifts, grants paid	312,660			312,660
	26 Total expenses and disbursements. Add lines 24 and 25	394,171	30,830	0	346,634
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-367,386			
	b Net investment income (if negative, enter -0-)		122,117		
	c Adjusted net income (if negative, enter -0-)			0	

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	356,413	374,120	374,120
	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)	6,732,074	6,346,981	6,336,545
	11	Investments—land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,088,487	6,721,101	6,710,665
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 ►)	0	0	
	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	7,088,487	6,721,101	
	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)	7,088,487	6,721,101	
	31	Total liabilities and net assets/fund balances (see instructions)	7,088,487	6,721,101	

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	7,088,487
2	Enter amount from Part I, line 27a	2	-367,386
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	6,721,101
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,721,101

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	-102,099	
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	34,176	7,029,630	0.004862
2013	271,719	6,910,727	0.039318
2012	292,229	6,450,975	0.045300
2011	249,852	6,142,231	0.040678
2010	228,789	6,189,334	0.036965

2 Total of line 1, column (d) 2 0.167123

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 0.033425

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 4 6,498,662

5 Multiply line 4 by line 3 5 217,218

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 1,221

7 Add lines 5 and 6 7 218,439

8 Enter qualifying distributions from Part XII, line 4 8 346,634

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)

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)	1	1,221
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" 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-)		
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	1,221
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	4	
6	Credits/Payments	5	1,221
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	5,833
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	5,833
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	4,612
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ► 1,221 Refunded ►	11	3,391

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
1b	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>	1a	X
1c	Did the foundation file Form 1120-POL for this year?	1b	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 ► \$ _____	1c	X
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____	2	X
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>	3	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>	4a	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4b	N/A
b	If "Yes," has it filed a tax return on Form 990-T for this year?	5	X
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>	6	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?	7	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>	8b	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► VA <i>If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation</i>	9	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>	10	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

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? Website address ► N/A	13	X
14	The books are in care of ► SUNTRUST BANK Located at ► P.O. BOX 1908 ORLANDO FL	Telephone no. ► (804) 782-7114 ZIP+4 ► 32802-1908	
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes No 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 ►	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.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	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)?				
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870				X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				
		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
SUNTRUST BANK P O BOX 13888 ROANOKE, VA 24011	TRUSTEE VARIOUS	57,073		

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	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	6,489,116
b	Average of monthly cash balances	1b	108,510
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,597,626
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	6,597,626
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	98,964
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,498,662
6	Minimum investment return. Enter 5% of line 5	6	324,933

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	324,933
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,221
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,221
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	323,712
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	323,712
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	323,712

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	346,634
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	346,634
b	Cash distribution test (attach the required schedule)	5	1,221
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	345,413
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				323,712
2 Undistributed income, if any, as of the end of 2015.			298,319	
a Enter amount for 2014 only				
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 ► \$ 346,634			298,319	
a Applied to 2014, but not more than line 2a				
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				48,315
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				275,397
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

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

1 Information Regarding Foundation Managers:

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

N/A

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

NA

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

SUNTRUST BANK, ATTN KARL MCTAGGART 919 E MAIN ST. 7TH FLOOR RICHMOND, VA 23219 (804) 782-7114

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

INFORMATION IS AVAILABLE FROM KARL MCTAGGART AT SUNTRUST BANK

c Any submission deadlines

APPLICATION DEADLINE IS DECEMBER 31ST OF EACH YEAR

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

ORG MUST OPERATE PROGRAMS FOR THE NEEDY & NECESSITOUS CHILDREN OF VA WITH PREFERENCE GIVEN TO RKE

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 312,660
b Approved for future payment NONE				
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

APPLE RIDGE FARM INC

Street

JEFFERSON CTR STE 228, 541 LUCK AVE SW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

16,000

Name

BIG BROTHERS BIG SISTERS OF SW VA

Street

124 WELLS AVE NW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

5,000

Name

BLUE RIDGE AREA FOOD BANK INC

Street

96 LAUREL HILL ROAD

City

VERONA

State

VA

Zip Code

24482-0937

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

14,000

Name

BLUE RIDGE MOUNTAINS COUNCIL

Street

2131 VALLEY VIEW BLVD NW

City

ROANOKE

State

VA

Zip Code

24012-2031

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

8,000

Name

BOYS HOME

Street

414 BOYS HOME RD

City

COVINGTON

State

VA

Zip Code

24426

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

11,200

Name

BRADLEY FREE CLINIC

Street

1240 3RD ST SW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

7,500

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

Recipient(s) paid during the year

Name

BRAIN INJURY SERVICES OF SWVA

Street

3904 FRANKLIN RD SW

City

ROANOKE

State

VA

Zip Code

24014

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

4,000

Name

CHILDRENS HOME SOCIETY OF VIRGINIA

Street

4200 FITZHUGH AVE

City

RICHMOND

State

VA

Zip Code

23230-3829

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

CHIP OF ROANOKE VALLEY

Street

1201 3RD ST SW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

14,960

Name

COMMUNITY CHRISTMAS STORE

Street

2711 FRANKLIN RD SW

City

ROANOKE

State

VA

Zip Code

24014

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

2,500

Name

FAMILY SERVICE OF ROANOKE VALLEY

Street

360 CAMPBELL AVE SW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

FEEDING AMERICA SOUTHWEST VIRGINIA

Street

MAIN OFFICE & SALEM DISTRIBUTION CENTER, 1025 ELECTRIC RD

City

SALEM

State

VA

Zip Code

24153

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

14,000

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

Recipient(s) paid during the year

Name

FOOD PANTRY-SALEN AND ROANOKE CO

Street

620 CHAPMAN ST

City

SALEM

State

VA

Zip Code

24153

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

16,000

Name

GREENVALE SCHOOL INC

Street

627 WESTWOOD BLVD NW

City

ROANOKE

State

VA

Zip Code

24017

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

Name

HOPETREE FAMILY SERVICES

Street

860 MT VERNON LN

City

SALEM

State

VA

Zip Code

24153

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

JEFFERSON CENTER FOUNDATION LTD

Street

541 LUCK AVENUE SUITE 221

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

7,500

Name

MOUNTAIN EMPIRE OLDER CITIZENS INC

Street

1501 3RD AVE E

City

BIG STONE GAP

State

VA

Zip Code

24219

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

5,000

Name

NEW RIVER VALLEY CHILD ADVOCACY

Street

90 COLLEGE STREET, SUITE C

City

CHRISTIANSBURG

State

VA

Zip Code

24073

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

5,000

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

Recipient(s) paid during the year

Name

NORTH CROSS SCHOOL

Street

4254 COLONIAL AVE

City

ROANOKE

State

VA

Zip Code
24018**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

8,000

Name

PHOEBE NEEDLES CENTER

Street

732 TURNERS CREEK RD

City

CALLAWAY

State

VA

Zip Code
24067**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

PLANNED PARENTHOOD SOUTH ATLANTIC

Street

2207 PETERS CREEK ROAD

City

ROANOKE

State

VA

Zip Code
24017**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

PRESBYTERIAN COMMUNITY CENTER INC

Street

1228 JAMISON AVE SE

City

ROANOKE

State

VA

Zip Code
24013-1909**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

5,000

Name

ROANOKE BALLET THEATRE INC

Street

1318 GRANDIN RD SW

City

ROANOKE

State

VA

Zip Code
24015**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

7,500

Name

ROANOKE CATHOLIC SCHOOL

Street

621 N JEFFERSON ST

City

ROANOKE

State

VA

Zip Code
24016**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

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

Recipient(s) paid during the year

Name

SOUTHWEST VIRGINIA BALLET COMPANY

Street

305 E CALHOUN ST

City

SALEM

State

VA

Zip Code

24153

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

7,500

Name

ST. JOHN'S EPSICOPAL CHURCH

Street

1 MOUNTAIN AVE SW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

9,000

Name

STRAIGHT STREET ROANOKE VALLEY INC

Street

333 LUCK AVE SW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

15,000

Name

TAUBMAN MUSEUM OF ART

Street

110 SALEM AVENUE, SE

City

ROANOKE

State

VA

Zip Code

24011

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

7,500

Name

VIRGINIA COLLEGE FUND

Street

4900 AUGUSTA AVENUE, SUITE 101

City

RICHMOND

State

VA

Zip Code

23230

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

7,500

Name

WE SKELETON 4-H EDUC CONF CTR

Street

775 HERMITAGE RD

City

WIRTZ

State

VA

Zip Code

24184

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

10,000

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

Recipient(s) paid during the year

Name

WEST END CENTER INC

Street

1223 PATTERSON AVE SW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

12,000

Name

YMCA OF ROANOKE VALLEY INC

Street

520 CHURCH AVENUE, SW

City

ROANOKE

State

VA

Zip Code

24016

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

3,000

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 XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities				14	152,947
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income				18	-126,162
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		26,785	0
13	Total. Add line 12, columns (b), (d), and (e)				13	26,785

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
Not Applicable	

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets	1a(1) 1a(2)	X X
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	1b(1) 1b(2) 1b(3) 1b(4) 1b(5) 1b(6)	X X X X X X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

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

Sign
Here

Signature of officer or trustee

11/7/2016

Date

► TRUSTEE

Title

Paid Preparer Use Only	Prnt/Type preparer's name SHAWN P HANLON	Preparer's signature <i>Shawn Hanlon</i>	Date 11/7/2016	Check <input checked="" type="checkbox"/> if self-employed	PTIN P00364310
	Firm's name ► PRICEWATERHOUSECOOPERS, LLP		Firm's EIN ► 13-4008324		
	Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219		Phone no	412-355-6000	

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

Long Term CG Distributions		Amount	33	0	Check "X" if Purchaser is a Business		Check "X" if Purchaser is a Business		Capital Gains/Losses Other Sales		Gross Sales		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Description	CUSIP #	CUSIP #	CUSIP #	CUSIP #	Purchaser	Purchaser	Purchaser	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 EATON VANCE-ATLANTA SM	277902698	X	X	X				12/10/2015	3/3/2016	1,900	1,907			0	0	-7		
2 EATON VANCE-ATLANTA SM	277902698	X	X	X				12/10/2015	6/20/2016	3,809	3,559			0	0	250		
3 EATON VANCE-ATLANTA SM	277902698	X	X	X				7/29/2013	6/20/2016	5,877	4,686			0	0	1,191		
4 GOTHAM NEUTRAL FUND	360873111	X	X	X				3/3/2016	6/20/2016	8,182	8,190			0	0	-8		
5 iSHARES D SELECT DIVIDE	464287158	X	X	X				3/23/2016	6/20/2016	24,604	22,829			0	0	1,775		
6 iSHARES iBOXX INV GRD C	464287242	X	X	X				2/23/2015	6/20/2016	24,591	24,719			0	0	-128		
7 iSHARES RUSSELL 1000 VAL	464287598	X	X	X				7/7/2015	3/3/2016	190,980	203,571			0	0	-12,591		
8 T ROWE QM US SMALL CAP	778917103	X	X	X				8/19/2014	6/20/2016	547	514			0	0	33		
9 VAN ECK EMERGING MARKET	910753438	X	X	X				8/19/2014	6/20/2016	6,350	7,877			0	0	-1,527		
10 WASATCH LONG/SHORT FUN	936793769	X	X	X				8/6/2012	2/9/2018	92,005	114,393			0	0	-22,568		
11 WASATCH LONG/SHORT FUN	936793769	X	X	X				12/29/2014	2/9/2016	30,096	31,381			0	0	-8,715		
12 WASATCH LONG/SHORT FUN	936793769	X	X	X				2/22/2015	2/9/2016	5,476	7,744			0	0	-2,268		
13 WASATCH LONG/SHORT FUN	936793769	X	X	X				12/17/2015	2/9/2016	3,482	4,000			0	0	-518		
14 WASATCH LONG/SHORT FUN	936793769	X	X	X				12/29/2015	2/9/2016	13,587	14,404			0	0	-817		
15 WF ABSOLUTE RETURN FUN	94987W737	X	X	X				12/11/2014	6/20/2016	494	540			0	0	-54		
16 WF ABSOLUTE RETURN FUN	0075W0593	X	X	X				3/24/2014	6/20/2016	6,037	6,581			0	0	-544		
17 CAMBIAR SMALL CAPS	0075W0593	X	X	X				12/16/2014	6/20/2016	3,124	3,603			0	0	-479		
18 BLACKSTONE ALT MULT-STR	105262737	X	X	X				7/7/2015	6/20/2016	12,026	12,446			0	0	-420		
19 BRANDES INTL SIC EQUITY	105262737	X	X	X				3/24/2014	3/3/2016	1,500	1,621			0	0	-121		
20 BRANDES INTL SIC EQUITY	105262737	X	X	X				3/24/2014	6/20/2016	6,346	6,475			0	0	-129		
21 DEA LC INTERNATIONAL PRO	2586220103	X	X	X				8/6/2012	6/20/2016	21,667	25,158			0	0	-3,483		
22 DOUBLELINE TOT RET BND	2586220103	X	X	X				8/19/2014	3/3/2016	93,983	99,123			0	0	-885		
23 iSHARES RUSSELL 1000 VAL	464287598	X	X	X				8/15/2014	6/20/2016	40,396	39,832			0	0	5,170		
24 iSHARES RUSSELL 1000 VAL	464287614	X	X	X				12/17/2015	6/20/2016	27,285	27,242			0	0	23		
25 iSHARES RUSSELL 1000 GRD	464287614	X	X	X				3/3/2016	6/20/2016	12,174	11,556			0	0	0		
26 iSHARES RUSSELL 1000 GRD	464287614	X	X	X				2/23/2015	6/20/2016	11,733	11,733			0	0	0		
27 SHARES BARCLAYS MBS	464288588	X	X	X				3/3/2016	6/20/2016	27,149	26,856			0	0	-14		
28 SHARES CORE US TREASUR	464298B67	X	X	X				8/19/2014	6/20/2016	6,388	6,979			0	0	293		
29 SHARES CORE MSCI PACIFI	464341W96	X	X	X				8/19/2014	6/20/2016	12,752	14,539			0	0	-811		
30 SHARES CORE MSCI EURP	464341W96	X	X	X				8/19/2014	6/20/2016	21,650	26,792			0	0	-1,787		
31 MAINSTAY ICAP INTERNATI	560833176	X	X	X				10/7/2013	3/3/2016	10,867	12,201			0	0	-5,142		
32 MAINSTAY ICAP INTERNATI	560833176	X	X	X				10/7/2013	6/20/2016	78,101	88,227			0	0	-1,334		
33 MAINSTAY ICAP INTERNATI	560833176	X	X	X				9/16/2013	3/3/2016	1,366	1,534			0	0	-10,126		
34 OSTERWEISS STRATEGIC INC	742935489	X	X	X				10/7/2013	3/3/2016	1,676	1,887			0	0	-211		
35 OSTERWEISS STRATEGIC INC	742935489	X	X	X				12/15/2015	3/3/2016	3,684	3,706			0	0	-42		
36 OSTERWEISS STRATEGIC INC	742935489	X	X	X				12/16/2015	3/3/2016	2,226	2,504			0	0	-278		
37 OSTERWEISS STRATEGIC INC	742935489	X	X	X				9/15/2014	3/3/2016	2,114	2,378			0	0	-284		
38 OSTERWEISS STRATEGIC INC	742935489	X	X	X				10/27/2014	3/3/2016	120,341	134,911			0	0	-14,581		
39 OSTERWEISS STRATEGIC INC	742935489	X	X	X				12/15/2014	3/3/2016	4,935	5,316			0	0	-381		
40 OSTERWEISS STRATEGIC INC	742935489	X	X	X				12/17/2015	3/3/2016	3,700	3,700			0	0	52		
41 OSTERWEISS STRATEGIC INC	742935489	X	X	X				3/16/2015	3/3/2016	3,098	3,387			0	0	-271		
42 OSTERWEISS STRATEGIC INC	742935489	X	X	X				6/15/2015	3/3/2016	3,031	3,381			0	0	-292		
43 OSTERWEISS STRATEGIC INC	742935489	X	X	X				9/15/2015	3/3/2016	1,212	1,182			0	0	-196		
44 OSTERWEISS STRATEGIC INC	742935489	X	X	X				12/14/2015	6/20/2016	1,420	1,420			0	0	30		
45 OSTERWEISS STRATEGIC INC	742935489	X	X	X				12/17/2015	6/20/2016	0	0			0	0	0		
46 T ROWE QM US SMALL CAP	779917103	X	X	X				7/7/2013	3/3/2016	0	0			0	0	0		

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

		1,000	0	0	1,000
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	1,000			1,000

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

	19,001	2,293	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 FOREIGN TAX WITHHELD	2,293	2,293		
2 PY EXCISE TAX DUE	10,875			
3 ESTIMATED EXCISE PAYMENTS	5,833			

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	COA FEES	4,437	0	0	4,437

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

Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	6,336,545
							6,336,545
1 SEE ATTACHED STATEMENT				6,346,981	6,346,981	0	6,336,545

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

		Amount		Long Term CG Distributions		Short Term CG Distributions		1,031,685		0		1,133,817		-102,132		0		Excess FMV Over Adjusted Basis		0		-102,132	
Description of Property Sold		CUSIP#		Acquisition Method		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus Expense of Sale		FMV as of 12/31/16		Adjusted Basis as of 12/31/16		Gains or Loss	
1	EATON VANCE-ATLANTA SM	277902698	0	12/10/2015	3/3/2016	1,900				3,809				1,907		0		-7				0	
2	EATON VANCE-ATLANTA SM	277902698	0	12/10/2015	6/20/2016	5,877				3,559				4,686		0		250				0	
3	EATON VANCE-ATLANTA SM	72902698	0	7/29/2013	6/20/2016	8,182				8,190				0		0		1,191				0	
4	GOTHAM NEUTRAL FUND-IND	360873111	0	3/3/2016	6/20/2016	24,604				22,829				0		0		-8				0	
5	ISHARES DJ SELECT DIVIDE	464287768	0	3/3/2016	6/20/2016	24,591				24,719				0		0		-128				0	
6	ISHARES BOXX INV GRD CO	464287742	0	2/23/2015	3/3/2016	190,980				203,571				0		0		-12,591				0	
7	ISHARES RUSSELL 1000 VAL	464287798	0	7/7/2015	6/20/2016	547				514				0		0		33				0	
8	T ROWE QM US SMALL CAP	77981703	0	3/3/2016	8/19/2014	6,350				7,877				0		0		-1,527				0	
9	VAN ECK EMERGING MARKET	921075438	0	8/6/2012	2/9/2016	92,005				114,593				0		0		-22,588				0	
10	WASATCH LONG/SHORT FUN	936793769	0	12/28/2014	2/9/2016	21,381				30,096				0		0		-8,715				0	
11	WASATCH LONG/SHORT FUN	936793769	0	2/23/2015	2/9/2016	5,476				7,744				0		0		-2,268				0	
12	WASATCH LONG/SHORT FUN	936793769	0	12/17/2015	2/9/2016	3,482				4,000				0		0		-518				0	
13	WASATCH LONG/SHORT FUN	936793769	0	12/28/2015	2/9/2016	13,587				14,404				0		0		-817				0	
14	WASATCH LONG/SHORT FUN	936793769	0	12/11/2014	6/20/2016	494				540				0		0		-46				0	
15	WF ABSOLUTE RETURN FUN	949877W37	0	3/24/2014	6/20/2016	6,037				6,581				0		0		-544				0	
16	WF ABSOLUTE RETURN FUN	949877W37	0	12/16/2014	6/20/2016	3,124				3,603				0		0		479				0	
17	CAMBIA SMALL CAP-INS	0075W0593	0	7/7/2015	6/20/2016	12,026				12,446				0		0		-420				0	
18	BLACKSTONE ALT MULT-ST	105262237	0	3/24/2014	3/3/2016	1,500				1,621				0		0		-121				0	
19	BRANDEIS INTL SIC EQUITY-I	105262237	0	3/24/2014	6/20/2016	6,346				6,475				0		0		-129				0	
20	BRANDEIS INTL SIC EQUITY-I	105262237	0	4/16/2015	6/20/2016	21,667				25,150				0		0		-3,483				0	
21	DEFLIC INTERNATIONAL PO	233203668	0	8/6/2012	6/20/2016	20,158				20,843				0		0		-685				0	
22	DOUBLELINE TOTL RET BND	268620103	0	3/3/2016	8/19/2014	93,953				99,133				0		0		-5,170				0	
23	ISHARES RUSSELL 1000 VAL	46428798	0	8/1/2014	6/20/2016	40,396				39,832				0		0		564				0	
24	ISHARES RUSSELL 1000 VAL	46428798	0	8/1/2014	6/20/2016	40,396				39,832				0		0		564				0	
25	ISHARES RUSSELL 1000 GR	464287614	0	6/12/2015	6/20/2016	27,242				27,242				0		0		-23				0	
26	ISHARES RUSSELL 1000 GR	464287614	0	3/3/2016	6/20/2016	12,174				11,656				0		0		518				0	
27	ISHARES BARCLAY'S MBS BC	560635716	0	2/23/2015	6/20/2016	11,719				11,733				0		0		-14				0	
28	ISHARES CORE US TREASUR	464298888	0	3/3/2016	6/20/2016	27,149				26,886				0		0		283				0	
29	ISHARES CORE MSCI PACIFI	464344V96	0	8/19/2014	6/20/2016	6,368				6,979				0		0		-611				0	
30	ISHARES CORE MSCI EURO	464344V78	0	8/19/2014	6/20/2016	12,752				14,539				0		0		-1,787				0	
31	MAINSTAY ICAP INTERNATIO	560635716	0	8/19/2014	6/20/2016	21,650				26,792				0		0		-5,142				0	
32	MAINSTAY ICAP INTERNATIO	560635716	0	10/7/2013	6/3/2016	63,350				518				0		0		518				0	
33	MAINSTAY ICAP INTERNATIO	560635716	0	10/7/2013	6/20/2016	10,867				12,201				0		0		-10,846				0	
34	OSTERMEL'S STRATEGIC INC	742935489	0	7/29/2013	3/3/2016	78,101				88,227				0		0		-1,334				0	
35	OSTERMEL'S STRATEGIC INC	742935489	0	9/16/2013	3/3/2016	1,366				1,534				0		0		-10,126				0	
36	OSTERMEL'S STRATEGIC INC	742935489	0	10/7/2013	3/3/2016	1,676				1,887				0		0		-168				0	
37	OSTERMEL'S STRATEGIC INC	742935489	0	12/15/2015	3/3/2016	3,664				3,706				0		0		-211				0	
38	OSTERMEL'S STRATEGIC INC	742935489	0	12/16/2013	3/3/2016	2,226				2,504				0		0		-42				0	
39	OSTERMEL'S STRATEGIC INC	742935489	0	9/15/2014	3/3/2016	2,114				2,378				0		0		-278				0	
40	OSTERMEL'S STRATEGIC INC	742935489	0	10/27/2014	3/3/2016	120,341				134,911				0		0		-264				0	
41	OSTERMEL'S STRATEGIC INC	742935489	0	12/15/2014	3/3/2016	4,935				5,316				0		0		-14,570				0	
42	OSTERMEL'S STRATEGIC INC	742935489	0	12/17/2015	3/3/2016	3,648				3,700				0		0		-381				0	
43	OSTERMEL'S STRATEGIC INC	742935489	0	3/16/2015	3/3/2016	3,096				3,367				0		0		-52				0	
44	OSTERMEL'S STRATEGIC INC	742935489	0	6/5/2015	3/3/2016	3,089				3,381				0		0		-271				0	
45	OSTERMEL'S STRATEGIC INC	742935489	0	9/15/2015	3/3/2016	3,031				3,227				0		0		-292				0	
46	T ROWE QM US SMALL CAP	779917103	0	12/14/2015	6/20/2016	1,212				1,182				0		0		-196				0	
47	T ROWE QM US SMALL CAP	779917103	0	12/17/2015	6/20/2016	1,420				1,400				0		0		20				0	

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

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	2	1,818
3 Second quarter estimated tax payment	3	2,458
4 Third quarter estimated tax payment	4	494
5 Fourth quarter estimated tax payment	5	1,063
6 Other payments	6	
7 Total	7	5,833

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	298,319
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	298,319