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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

OMB No 1545-0052

2015

Open to Public Inspection

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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

12/1/2015

, and ending

11/30/2016

Name of foundation

SC MORROW FBO SPARTANBURG ANIMAL SHELTER AND HUMANE SOCIETY

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

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/country

Foreign postal code

A Employer identification number

22-6905314

B Telephone number (see instructions)

(888) 730-4933

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 ☐

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) **\$ 330,571**
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

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	5,854	5,797		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	3,888			
b Gross sales price for all assets on line 6a 113,818				
7 Capital gain net income (from Part IV, line 2)		3,888		
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)	2,124	2,124		
12 Total. Add lines 1 through 11	11,866	11,809	0	
13 Compensation of officers, directors, trustees, etc	4,178	3,760		418
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,158			1,158
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	189	88		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	638	638		
24 Total operating and administrative expenses. Add lines 13 through 23	6,163	4,486	0	1,576
25 Contributions, gifts, grants paid	18,000			18,000
26 Total expenses and disbursements. Add lines 24 and 25	24,163	4,486	0	19,576
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-12,297			
b Net investment income (if negative, enter -0-)		7,323		
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	46		
	2	Savings and temporary cash investments	14,723	20,342	20,342
	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)	11,028		
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	282,954	275,891	310,229
	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)	308,751	296,233	330,571
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	308,751	296,233	
	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)	308,751	296,233	
	31	Total liabilities and net assets/fund balances (see instructions)	308,751	296,233	

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	308,751
2	Enter amount from Part I, line 27a	2	-12,297
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	296,454
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	221
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	296,233

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) 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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
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	3,888
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	19,306	360,340	0.053577
2013			0.000000
2012			0.000000
2011			0.000000
2010			0.000000
2 Total of line 1, column (d)			2 0.053577
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 0.053577
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0
7 Add lines 5 and 6			7 0
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 0

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	1	146	
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-)	2	0	
3	Add lines 1 and 2	3	146	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	146	
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	185	
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	185	
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	39	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax 39 Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
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?		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
c Did the foundation file Form 1120-POL for this year?		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
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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	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
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	
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► SC		
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	
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
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶				

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 SEE ATTACHED	4,178		

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	319,167
b	Average of monthly cash balances	1b	14,838
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	334,005
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	334,005
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	5,010
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	328,995
6	Minimum investment return. Enter 5% of line 5	6	16,450

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	16,450
2a	Tax on investment income for 2015 from Part VI, line 5	2a	146
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	146
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,304
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	16,304
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	16,304

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	19,576
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	19,576
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	19,576

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				16,304
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			16,659	
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 ▶ \$ 19,576				
a Applied to 2014, but not more than line 2a			16,659	
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				2,917
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				13,387
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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	18,000
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

SPARTANBURG HUMANE SOCIETY

Street

150 DEXTER ROAD

City

SPARTANBURG

State

SC

Zip Code

29303

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

18,000

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

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										Amount		Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss											
Short Term CG Distributions										6,003		Capital Gains/Losses Other sales										113,818		109,930		3,889											
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		Adjustments		Net Gain or Loss			
1	AMER CENT SMALL CAP GRV									025083320		X							7/23/2015	5/11/2016	377	470															
2	AMER CENT SMALL CAP GRV									025083320		X							7/23/2015	5/11/2016	2,702	3,366															
3	AMER CENT SMALL CAP GRV									025083320		X							7/23/2015	9/23/2016	609	632															
4	ARTISAN INTERNATIONAL FID									04314H402		X							5/11/2016	5/11/2016	927	1,017															
5	ARTISAN INTERNATIONAL FID									04314H402		X							1/22/2015	5/11/2016	651	712															
6	ARTISAN INTERNATIONAL FID									04314H402		X							1/22/2015	8/24/2016	727	787															
7	ARTISAN INTERNATIONAL FID									04314H402		X							2/15/2014	8/24/2016	227	247															
8	ARTISAN INTERNATIONAL FID									04314H402		X							8/26/2011	8/24/2016	3,458	2,503															
9	ARTISAN INTERNATIONAL FID									04314H402		X							8/26/2011	9/23/2016	516	371															
10	AOR MANAGED FUTURES ST									00203H859		X							3/6/2014	9/23/2016	389	384															
11	INV BALANCE RISK COMM S									00889Y508		X							8/26/2016	9/23/2016	195	193															
12	ARTISAN MID CAP FUND-INS									04314H600		X							6/20/2014	8/24/2016	513	582															
13	ARTISAN MID CAP FUND-INS									04314H600		X							1/22/2015	8/24/2016	106	210															
14	ARTISAN MID CAP FUND-INS									04314H600		X							1/22/2015	9/23/2016	384	430															
15	ARTISAN MID CAP FUND-INS									04314H600		X							1/22/2015	10/25/2016	255	286															
16	BLACKROCK GL US CREDIT-									091936732		X							10/27/2015	1/20/2016	213	229															
17	BLACKROCK GL US CREDIT-									091936732		X							10/27/2015	9/23/2016	409	426															
18	BLACKROCK GL US CREDIT-									091936732		X							10/27/2015	10/25/2016	573	593															
19	CREDIT SUISSE COMM RET									22544R305		X							5/10/2012	8/24/2016	564	905															
20	CREDIT SUISSE COMM RET									22544R305		X							4/20/2012	8/24/2016	825	504															
21	CREDIT SUISSE COMM RET									22544R305		X							6/11/2012	8/24/2016	487	738															
22	CREDIT SUISSE COMM RET									22544R305		X							2/11/2013	8/24/2016	189	313															
23	CREDIT SUISSE COMM RET									22544R305		X							7/12/2013	8/24/2016	1,292	1,934															
24	CREDIT SUISSE COMM RET									22544R305		X							1/23/2014	8/24/2016	489	732															
25	CREDIT SUISSE COMM RET									22544R305		X							1/23/2014	9/23/2016	186	245															
26	DODGE & COX INTL STOCK									256206103		X							10/24/2014	4/20/2016	94	111															
27	DODGE & COX INTL STOCK									256206103		X							1/22/2015	4/20/2016	682	788															
28	DODGE & COX INTL STOCK									256206103		X							1/22/2015	5/11/2016	837	1,026															
29	DODGE & COX INTL STOCK									256206103		X							2/5/2008	8/24/2016	1,053	1,129															
30	DODGE & COX INTL STOCK									256206103		X							5/10/2012	8/24/2016	1,437	1,154															
31	DODGE & COX INTL STOCK									256206103		X							1/22/2015	8/24/2016	1,005	1,124															
32	DODGE & COX INTL STOCK									256206103		X							9/13/2011	8/24/2016	2,271	1,759															
33	DODGE & COX INTL STOCK									256206103		X							9/13/2011	9/23/2016	697	531															
34	DODGE & COX INTL STOCK									256206103		X							8/10/2015	10/25/2016	311	236															
35	DODGE & COX INCOME FID									256210105		X							8/26/2016	9/23/2016	905	936															
36	MFS VALUE FUND-CLASS I #									552983694		X							8/26/2016	10/25/2016	997	1,006															
37	MFS VALUE FUND-CLASS I #									552983694		X							8/26/2016	10/25/2016	684	683															
38	MERGER FUND-INST #301									589509207		X							9/13/2011	1/20/2016	149	157															
39	MERGER FUND-INST #301									589509207		X							9/13/2011	9/23/2016	201	204															
40	MERGER FUND-INST #301									589509207		X							9/13/2011	10/25/2016	248	251															
41	MET WEST TOTAL RETURN F									592605509		X							1/22/2015	1/20/2016	1,273	1,309															
42	MET WEST TOTAL RETURN F									592605509		X							1/22/2015	8/24/2016	2,879	2,871															
43	AOR MANAGED FUTURES ST									00203H859		X							3/6/2014	1/20/2016	226	212															
44	DODGE & COX INCOME FID									256210105		X							7/23/2015	1/21/2016	236	243															
45	DODGE & COX INCOME FID									256210105		X							7/23/2015	4/20/2016	163	164															
46	DODGE & COX INCOME FID									256210105		X							7/23/2015	8/24/2016	2,829	2,764															
47	DODGE & COX INCOME FID									256210105		X							8/13/2015	8/24/2016	167	185															
48	DODGE & COX INCOME FID									256210105		X							5/11/2016	8/24/2016	1,395	1,366															
49	DODGE & COX INCOME FID									256210105		X							5/11/2016	9/23/2016	391	382															
50	DREYFUS EMG MKT DEBT LC									261980494		X							6/11/2012	12/4/2015	164	207															
51	DREYFUS EMG MKT DEBT LC									261980494		X							7/12/2013	12/4/2015	1,950	2,544															
52	DREYFUS EMG MKT DEBT LC									261980494		X							1/23/2014	12/4/2015	469	569															
53	DREYFUS EMG MKT DEBT LC									261980494		X							1/22/2015	12/4/2015	648	750															
54	EATON VANCE GLOBAL MAC									277923728		X							10/27/2015	1/20/2016	232	238															
55	EATON VANCE GLOBAL MAC									277923728		X							10/27/2015	9/23/2016	346	348															
56	EATON VANCE GLOBAL MAC									277923728		X							10/27/2015	10/23/2016	436	440															
57	FID ADV EMER MKTS INC-CL									315920702		X							7/23/2015	1/20/2016	397	431															
58	FID ADV EMER MKTS INC-CL									315920702		X							8/26/2016	9/23/2016	774	771															
59	FID ADV EMER MKTS INC-CL									315920702		X							8/26/2016	10/25/2016	771	771															
60	JP MORGAN MID CAP VALUE									339128100		X							7/23/2015	4/20/2016	548	582															
61	JP MORGAN MID CAP VALUE									339128100		X							6/20/2014	4/20/2016	274	290															
62	JP MORGAN MID CAP VALUE									339128100		X							6/20/2014	8/24/2016	410	417															
63	JP MORGAN MID CAP VALUE									339128100		X							1/22/2015	9/23/2016	289	288															
64	JP MORGAN MID CAP VALUE									339128100		X							3/6/2014	9/23/2016	136	132															
65	JP MORGAN MID CAP VALUE									339128100		X							8/28/2015	4/20/2016	508	544															
66	HARBOR CAPITAL APFECTON									411511504		X							3/6/2014	10/25/2016	329	326															
67	HARBOR CAPITAL APFECTON									411511504		X							7/23/2015	4/20/2016	2,296	2,621															
68	HARBOR CAPITAL APFECTON									411511504		X							7/23/2015	4/20/2016	288	288															
69	HARBOR CAPITAL APFECTON									411511504		X							8/28/2015	9/23/2016	1,391	1,422															
70	HARBOR CAPITAL APFECTON									411511504		X																									

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		6,003	Capital Gains/Losses		113,818		109,930		3,888	
	</									

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

		2,124	2,124	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	SALE OR DISTRIBUTION OF REAL ESTATE	2,124	2,124	

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

		1,158	0	0	1,158
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,158			1,158

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

		189	88	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	88	88		
2	Estimated Excise Payments	101			

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

		638	638	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OTHER FARM EXPENSES	532	532		
2	REAL EST/SPEC ASSET FEE	96	96		
3	NON RENTAL INSURANCE	10	10		

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

		282,954	275,891	310,229
	Asset Description	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	
2	DODGE & COX INCOME FD COM 147	0	11,456	12,149
3	HARBOR CAPITAL APRCTION-INST 2012	0	27,084	36,269
4	ARTISAN INTERNATIONAL FD I 662	0	8,030	10,056
5	MERGER FUND-INST #301	0	5,385	5,405
6	ARTISAN MID CAP FUND-INSTL 1333	0	12,791	12,887
7	MET WEST TOTAL RETURN BOND CL I 51	0	20,964	20,633
8	FID ADV EMER MKTS INC- CL I 607	0	17,508	17,455
9	T ROWE PRICE REAL ESTATE FD 122	0	5,850	5,906
10	EATON VANCE GLOBAL MACRO - I	0	9,207	9,077
11	DODGE & COX INT'L STOCK FD 1048	0	6,608	10,751
12	AMER CENT SMALL CAP GRWTH INST 336	0	9,848	9,771
13	MFS VALUE FUND-CLASS I 893	0	31,294	38,591
14	JP MORGAN MID CAP VALUE-I 758	0	9,956	14,570
15	STERLING CAPITAL STRATTON SMALL CA	0	9,069	10,156
16	ASG GLOBAL ALTERNATIVES-Y 1993	0	6,049	5,458
17	VANGUARD REIT VIPER	0	2,697	4,421
18	AQR MANAGED FUTURES STR-I	0	9,515	8,763
19	VANGUARD INFLAT-PROT SECS-ADM 511	0	1,674	1,670
20	JPMORGAN HIGH YIELD FUND SS 3580	0	12,939	12,744
21	T ROWE PRICE INST FLOAT RATE 170	0	5,391	5,361
22	OPPENHEIMER DEVELOPING MKT-I 799	0	11,936	11,578
23	INV BALANCE RISK COMM STR-Y 8611	0	3,128	3,173
24	BLACKROCK GL L/S CREDIT-INS #1833	0	10,940	10,737
25	SPDR DJ WILSHIRE INTERNATIONAL REA	0	4,082	4,388
26	ROBECO BP LNG/SHRT RES-INS	0	2,214	2,347
27	NEUBERGER BERMAN LONG SH-INS #183	0	5,437	5,401
28	CREDIT-SUISSE COMM RT ST-CO 2156	0	3,811	3,162
29	MORROW SUBDIVISION SUNSET ROAD L	0	11,028	17,350

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

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

1	Rounding	1	9
2	Mutual Fund Timing Difference	2	67
3	PY Return of Capital Adjustment	3	145
4	Total	4	221

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

Long Term CG Distributions															Short Term CG Distributions														
Amount															6,003														
0															0														
	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	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses															
1	AMER CENT SMALL CAP GRV	025083320		7/23/2015	5/11/2016	377		0	470	-93	0	0	0	-93															
2	AMER CENT SMALL CAP GRV	025083320		7/23/2015	5/11/2016	2,702		0	3,366	-664	0	0	0	-664															
3	AMER CENT SMALL CAP GRV	025083320		7/23/2015	9/23/2016	609		43	652		0	0	0	0															
4	ARTISAN INTERNATIONAL FUND	04314H402		3/6/2014	5/11/2016	927		22	1,017	-88	0	0	0	-88															
5	ARTISAN INTERNATIONAL FUND	04314H402		1/22/2015	5/11/2016	651		0	712	-61	0	0	0	-61															
6	ARTISAN INTERNATIONAL FUND	04314H402		1/22/2015	8/24/2016	727		0	787	-60	0	0	0	-60															
7	ARTISAN INTERNATIONAL FUND	04314H402		2/15/2014	8/24/2016	227		0	247	-20	0	0	0	-20															
8	ARTISAN INTERNATIONAL FUND	04314H402		8/26/2011	8/24/2016	3,458		0	2,503	955	0	0	0	955															
9	ARTISAN INTERNATIONAL FUND	04314H402		8/28/2011	9/23/2016	516		0	371	145	0	0	0	145															
10	AOR MANAGED FUTURES STRATEGY	020203H859		3/6/2014	9/23/2016	389		0	384	5	0	0	0	5															
11	INV BALANCE RISK COMM ST	08088Y508		8/26/2016	9/23/2016	195		0	193	2	0	0	0	2															
12	ARTISAN MID CAP FUND-INS	04314H600		6/20/2014	8/24/2016	513		0	592	-79	0	0	0	-79															
13	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	8/24/2016	195		0	210	-15	0	0	0	-15															
14	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	9/23/2016	394		0	430	-36	0	0	0	-36															
15	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	10/25/2016	255		0	286	-31	0	0	0	-31															
16	BLACKROCK GL US CREDIT -	04314H600		10/27/2015	1/20/2016	213		0	229	-16	0	0	0	-16															
17	BLACKROCK GL US CREDIT -	091939732		10/27/2015	9/23/2016	409		17	426	0	0	0	0	0															
18	BLACKROCK GL US CREDIT -	091939732		10/27/2015	10/25/2016	573		0	593	-20	0	0	0	-20															
19	CREDIT SUISSE COMM RET	22544R305		5/10/2012	8/24/2016	564		0	905	-341	0	0	0	-341															
20	CREDIT SUISSE COMM RET	22544R305		4/20/2012	8/24/2016	504		0	825	-321	0	0	0	-321															
21	CREDIT SUISSE COMM RET	22544R305		6/11/2012	8/24/2016	487		0	738	-251	0	0	0	-251															
22	CREDIT SUISSE COMM RET	22544R305		2/11/2013	8/24/2016	189		0	313	-124	0	0	0	-124															
23	CREDIT SUISSE COMM RET	22544R305		7/12/2013	8/24/2016	1,292		0	1,934	-642	0	0	0	-642															
24	CREDIT SUISSE COMM RET	22544R305		1/23/2014	8/24/2016	499		0	732	-233	0	0	0	-233															
25	CREDIT SUISSE COMM RET	22544R305		1/23/2014	9/23/2016	166		0	245	-79	0	0	0	-79															
26	DODGE & COX INTL STOCK	266206103		10/24/2014	4/20/2016	94		0	111	-17	0	0	0	-17															
27	DODGE & COX INTL STOCK	266206103		1/22/2015	4/20/2016	682		0	789	-107	0	0	0	-107															
28	DODGE & COX INTL STOCK	266206103		1/22/2015	5/11/2016	837		0	1,026	-189	0	0	0	-189															
29	DODGE & COX INTL STOCK	266206103		2/15/2008	8/24/2016	1,053		0	1,129	-76	0	0	0	-76															
30	DODGE & COX INTL STOCK	266206103		5/10/2012	8/24/2016	1,437		0	1,154	283	0	0	0	283															
31	DODGE & COX INTL STOCK	266206103		1/22/2015	8/24/2016	1,005		0	1,124	-119	0	0	0	-119															
32	DODGE & COX INTL STOCK	266206103		9/13/2011	8/24/2016	2,277		0	1,759	518	0	0	0	518															
33	DODGE & COX INTL STOCK	266206103		9/13/2011	9/23/2016	697		0	551	168	0	0	0	168															
34	DODGE & COX INTL STOCK	266206103		9/13/2011	10/25/2016	311		0	236	75	0	0	0	75															
35	DODGE & COX INCOME FDC	256210105		6/10/2015	1/21/2016	905		0	936	-31	0	0	0	-31															
36	MFS VALUE FUND-CLASS I #	562983694		8/26/2016	9/23/2016	997		0	1,006	-9	0	0	0	-9															
37	MFS VALUE FUND-CLASS I #	562983694		8/26/2016	10/25/2016	664		0	663	-19	0	0	0	-19															
38	MERGER FUND-INST #301	589509207		9/13/2011	1/20/2016	149		0	157	-8	0	0	0	-8															
39	MERGER FUND-INST #301	589509207		9/13/2011	9/23/2016	201		2	204	-1	0	0	0	-1															
40	MET WEST TOTAL RETURN F	589509207		9/13/2011	10/25/2016	248		0	251	-3	0	0	0	-3															
41	MET WEST TOTAL RETURN F	589509207		1/22/2015	1/20/2016	1,273		0	1,309	-36	0	0	0	-36															
42	MET WEST TOTAL RETURN F	589509207		1/22/2015	8/24/2016	2,879		0	2,871	8	0	0	0	8															
43	AOR MANAGED FUTURES STR	020203H859		3/6/2014	1/20/2016	226		0	212	14	0	0	0	14															
44	DODGE & COX INCOME FDC	256210105		7/23/2015	1/21/2016	236		0	243	-7	0	0	0	-7															
45	DODGE & COX INCOME FDC	256210105		7/23/2015	4/20/2016	163		1	164	0	0	0	0	0															
46	DODGE & COX INCOME FDC	256210105		7/23/2015	8/24/2016	2,829		0	2,764	65	0	0	0	65															
47	DODGE & COX INCOME FDC	256210105		8/13/2015	8/24/2016	167		0	165	2	0	0	0	2															
48	DODGE & COX INCOME FDC	256210105		5/11/2016	8/24/2016	1,395		0	1,366	29	0	0	0	29															
49	DODGE & COX INCOME FDC	256210105		5/11/2016	9/23/2016	381		0	382	9	0	0	0	9															
50	DREYFUS EMG MKT DEBT LG	261980494		6/11/2012	12/4/2015	164		0	207	-43	0	0	0	-43															
51	DREYFUS EMG MKT DEBT LG	261980494		7/12/2013	12/4/2015	1,950		0	2,544	-594	0	0	0	-594															
52	DREYFUS EMG MKT DEBT LG	261980494		1/23/2014	12/4/2015	469		0	589	-120	0	0	0	-120															
53	DREYFUS EMG MKT DEBT LG	261980494		1/22/2015	12/4/2015	648		0	750	-102	0	0	0	-102															
54	EATON VANCE GLOBAL MAC	277923728		10/27/2015	1/20/2016	232		0	238	-6	0	0	0	-6															
55	EATON VANCE GLOBAL MAC	277923728		10/27/2015	9/23/2016	345		2	348	0	0	0	0	0															
56	EATON VANCE GLOBAL MAC	277923728		10/27/2015	10/25/2016	438		0	440	-2	0	0	0	-2															
57	FID ADV EMER MKTS INC- CL	315920702		7/23/2015	1/20/2016	397		0	431	-34	0	0	0	-34															
58	FID ADV EMER MKTS INC- CL	315920702		8/26/2016	9/23/2016	774		0	771	3	0	0	0	3															
59	FID ADV EMER MKTS INC- CL	315920702		8/26/2016	10/25/2016	777		0	771	6	0	0	0	6															
60	JP MORGAN MID CAP VALUE	339128100		7/23/2015	4/20/2016	548		0	582	-34	0	0	0	-34															
61	JP MORGAN MID CAP VALUE	339128100		6/20/2014	4/20/2016	274		0	290	-16	0	0	0	-16															
62	JP MORGAN MID CAP VALUE	339128100		6/20/2014	8/24/2016	410		0	417	-7	0	0	0	-7															
63	JP MORGAN MID CAP VALUE	339128100		10/27/2015	9/23/2016	134		0	136	-2	0	0	0	-2															
64	JP MORGAN MID CAP VALUE	339128100		1/22/2015	9/23/2016	289		0	289	0	0	0	0	0															
65	JP MORGAN MID CAP VALUE	339128100		3/6/2014	9/23/2016	136		0	132	4	0	0	0	4															
66	HARBOR CAPITAL APRCTION	411511504		8/28/2015	4/20/2016	508		0	544	-36	0	0	0	-36															
67	JP MORGAN MID CAP VALUE	339128100		3/6/2014	10/25/2016	328		0	326	3	0	0	0	3															
68	HARBOR CAPITAL APRCTION	411511504		7/23/2015	4/20/2016	2,296		0	2,621	-325	0	0	0	-325															
69	HARBOR CAPITAL APRCTION	411511504		7/23/2015	4/20/2016	234		0	268	-34	0	0	0	-34															

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

Long Term CG Distributions		Amount		Short Term CG Distributions		Amount								
		6,003		0										
	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	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gain's Minus Excess FMV Over Adj Basis or Losses
70	HARBOR CAPITAL APRTION	411511504		8/28/2015	9/23/2016	1,391		31	1,422	0	0	0	0	0
71	HARBOR CAPITAL APRTION	411511504		10/28/2014	9/23/2016	322		-0	320	-2	2	0	0	-17
72	HARBOR CAPITAL APRTION	411511504		7/3/2015	10/25/2016	1,346		0	1,363	-17	0	0	0	0
73	JPMORGAN HIGH YIELD FUN	4812CO0803		1/23/2014	9/23/2016	256		25	281	0	0	0	0	0
74	JPMORGAN HIGH YIELD FUN	4812CO0803		12/19/2014	9/23/2016	185		6	191	0	0	0	0	0
75	JPMORGAN HIGH YIELD FUN	4812CO0803		12/26/2013	10/25/2016	258		0	262	-24	0	0	0	-24
76	JPMORGAN HIGH YIELD FUN	4812CO0803		11/21/2014	10/25/2016	187		-0	192	-5	0	0	0	-5
77	JPMORGAN HIGH YIELD FUN	4812CO0803		12/19/2014	10/25/2016	290		0	296	-6	0	0	0	-6
78	MFS VALUE FUND-CLASS I#	552983694		7/23/2015	4/20/2016	4,746		-0	4,905	-160	0	0	0	-160
79	MET WEST TOTAL RETURN	592905509		1/22/2015	9/23/2016	605		0	605	1	1	0	0	1
80	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	1/20/2016	358		-0	402	-44	0	0	0	-44
81	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	8/24/2016	2,565		0	3,016	-451	0	0	0	-451
82	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	9/23/2016	256		0	299	-43	0	0	0	-43
83	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	10/25/2016	217		0	253	-36	0	0	0	-36
84	NEUBERGER BERMAN LONG	64128R608		1/22/2015	1/20/2016	237		0	258	-21	0	0	0	-21
85	NEUBERGER BERMAN LONG	64128R608		6/20/2014	8/24/2016	1,957		0	1,978	-21	0	0	0	-21
86	NEUBERGER BERMAN LONG	64128R608		6/20/2014	9/23/2016	205		0	207	-2	0	0	0	-2
87	NEUBERGER BERMAN LONG	64128R608		6/20/2014	10/25/2016	218		0	220	-4	0	0	0	-4
88	OPPENHEIMER DEVELOPING	683974604		3/6/2014	4/20/2016	1,764		0	2,049	-285	0	0	0	-285
89	OPPENHEIMER DEVELOPING	683974604		3/6/2014	8/24/2016	10,325		0	11,458	-1,133	0	0	0	-1,133
90	OPPENHEIMER DEVELOPING	683974604		1/23/2014	8/24/2016	687		0	754	-67	0	0	0	-67
91	OPPENHEIMER DEVELOPING	683974604		1/23/2014	9/23/2016	924		0	977	-53	0	0	0	-53
92	OPPENHEIMER DEVELOPING	683974604		1/23/2014	10/25/2016	481		0	506	-25	0	0	0	-25
93	BOSTON P LINGSHRT RES-IN	74925K581		3/6/2014	8/24/2016	896		-0	898	38	0	0	0	38
94	BOSTON P LINGSHRT RES-IN	74925K581		3/6/2014	10/25/2016	165		0	160	6	6	0	0	6
95	T ROWE PRICE SHORT TERM	77957P105		6/10/2015	1/20/2016	424		0	428	-4	0	0	0	-4
96	T ROWE PRICE SHORT TERM	77957P105		6/10/2015	4/20/2016	3,425		0	3,440	-15	0	0	0	-15
97	T ROWE PRICE SHORT TERM	77957P105		11/10/2015	4/20/2016	714		0	714	0	0	0	0	0
98	T ROWE PRICE INST FLOAT	77958B402		1/23/2014	1/20/2016	155		0	165	-10	0	0	0	-10
99	T ROWE PRICE INST FLOAT	77958B402		1/23/2014	9/23/2016	211		6	217	-6	0	0	0	-6
100	T ROWE PRICE REAL ESTAT	779919109		1/23/2014	10/25/2016	251		0	258	-7	0	0	0	-7
101	T ROWE PRICE REAL ESTAT	779919109		12/24/2015	9/23/2016	300		0	274	26	0	0	0	26
102	SPDR DJ WILSHIRE INTERNA	78463X863		7/10/2013	1/20/2016	106		-0	121	-15	0	0	0	-15
103	SPDR DJ WILSHIRE INTERNA	78463X863		3/4/2014	1/20/2016	1,126		0	1,337	-211	0	0	0	-211
104	SPDR DJ WILSHIRE INTERNA	78463X863		7/21/2015	1/20/2016	211		0	256	-45	0	0	0	-45
105	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011	1/20/2016	2,745		0	3,092	-347	0	0	0	-347
106	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011	4/20/2016	636		0	595	41	0	0	0	41
107	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011	8/24/2016	1,026		0	951	75	0	0	0	75
108	SPDR DJ WILSHIRE INTERNA	78463X863		4/19/2012	8/24/2016	214		0	184	30	0	0	0	30
109	SPDR DJ WILSHIRE INTERNA	78463X863		4/19/2012	10/25/2016	236		0	220	16	0	0	0	16
110	SPDR DJ WILSHIRE INTERNA	78463X863		8/24/2011	10/25/2016	1,667		0	1,518	149	0	0	0	149
111	STERLING CAPITAL STRATT	85917K546		7/23/2015	4/20/2016	430		0	448	-18	0	0	0	-18
112	STERLING CAPITAL STRATT	85917K546		6/20/2014	5/11/2016	3,295		0	3,595	-300	0	0	0	-300
113	STERLING CAPITAL STRATT	85917K546		8/26/2016	9/23/2016	389		0	393	-4	0	0	0	-4
114	STERLING CAPITAL STRATT	85917K546		8/26/2016	10/25/2016	310		0	314	-4	0	0	0	-4
115	VANGUARD REIT VIPER	922908553		7/21/2015	1/20/2016	733		0	761	-28	0	0	0	-28
116	VANGUARD REIT VIPER	922908553		12/17/2010	1/20/2016	220		0	147	73	0	0	0	73
117	VANGUARD REIT VIPER	922908553		12/17/2010	4/20/2016	333		0	196	137	0	0	0	137
118	VANGUARD REIT VIPER	922908553		12/17/2010	8/24/2016	3,890		0	2,160	1,730	0	0	0	1,730
119	VANGUARD REIT VIPER	922908553		12/17/2010	9/23/2016	266		0	147	119	0	0	0	119
120	VANGUARD REIT VIPER	922908553		12/17/2010	10/25/2016	4,199		0	2,455	1,704	0	0	0	1,704

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC B4000-041	Winston Salem	NC	27101-3818		TRUSTEE	SEE ATTAC	4,178		
										4,178	0	0

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

	Date		Amount
1 Credit from prior year return		1	84
2 First quarter estimated tax payment	4/12/2016	2	101
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	185

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	16,659
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	16,659