

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

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

12/01, 2015, and ending

11/30, 2016

Name of foundation **JOHN R WOODS FOUNDATION C/O CIBC BANK USA**

1045000291

A Employer identification number

27-6155799

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

Room/suite

B Telephone number (see instructions)

120 S LASALLE STREET, 7TH FLOOR

312-564-2603

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 60603

G Check all that apply:

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

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) ▶ \$ 3,904,227.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

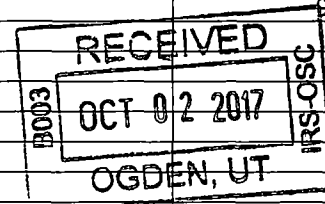
(Part I, column (d) must be on cash basis.)

C If exemption application ispending, 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 terminatedunder section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month terminationunder 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 ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	1,541.	1,541.		STMT 1
4 Dividends and interest from securities	101,722.	92,906.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-17,693.			
b Gross sales price for all assets on line 6a	1,393,119.			
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	85,570.	94,447.		
13 Compensation of officers, directors, trustees, etc.	19,749.	9,875.		9,875.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	29,588.	29,588.		
17 Interest				
18 Taxes (attach schedule) (see instructions)	6,745.	3,745.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT. 5	1,168.	1,168.		
24 Total operating and administrative expenses. Add lines 13 through 23.	57,250.	44,376.		9,875.
25 Contributions, gifts, grants paid	200,000.			200,000.
26 Total expenses and disbursements. Add lines 24 and 25	257,250.	44,376.		209,875.
27 Subtract line 26 from line 12	-171,680.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		50,071.		
c Adjusted net income (if negative, enter -0-)				



JSA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments				
	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)				
	11 c Investments - corporate bonds (attach schedule) Investments - land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)				
	12 Investments - mortgage loans				
	13 Investments - other (attach schedule)		3,770,456.	3,595,773.	3,904,227.
	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)		3,770,456.	3,595,773.	3,904,227.	
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons. .				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)				NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ☒				
	27 Capital stock, trust principal, or current funds		3,770,456.	3,595,773.	
	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)		3,770,456.	3,595,773.		
31 Total liabilities and net assets/fund balances (see instructions)		3,770,456.	3,595,773.		

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	3,770,456.
2 Enter amount from Part I, line 27a	2	-171,680.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,598,776.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	3,003.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,595,773.

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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 PUBLICLY TRADED SECURITIES				
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 1,393,119.		1,410,812.	-17,693.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			-17,693.	
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		-17,693.
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		If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 3		

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	222,271.	4,250,474.	0.052293
2013	249,454.	4,547,510.	0.054855
2012	197,480.	4,200,512.	0.047013
2011	192,969.	3,798,437.	0.050802
2010	140,000.	3,936,316.	0.035566
2 Total of line 1, column (d)			2 0.240529
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 0.048106
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 3,872,478.
5 Multiply line 4 by line 3			5 186,289.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 501.
7 Add lines 5 and 6			7 186,790.
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.			8 209,875.

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 ☐ and enter "N/A" on line 1		1	501.
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 ☒ 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-)		2	
3 Add lines 1 and 2		3	501.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	501.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	5,362.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	5,362.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,861.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ☒ 4,861. Refunded ☐	11		

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)? 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		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? If "Yes," attach a detailed description of the activities		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? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒		
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 General Instruction G? If "No," attach explanation STMT 7		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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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 ► CIBC BANK USA Telephone no ► (312) 564-2603 Located at ► 120 S LASALLE STREET, 7TH FLOOR, CHICAGO, IL ZIP+4 ► 60603		
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	
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	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?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ 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)?	☐ Yes	☒ 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)	☐ Yes	☒ 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? If "Yes," list the years ►	☐ Yes	☒ No
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
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	
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

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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 ☒ NoOrganizations 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)

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**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
CIBC BANK USA	TRUSTEE			
1401 SOUTH BRENTWOOD BLVD 2ND FLOOR, ST. LOUIS, MO 63	2	19,749.	-0-	-0-
CATHERINE WOODS HILL	CO-TRUSTEE			
2029 MAPLETON AVE, BOULDER, CO 80304	1	-0-	-0-	-0-

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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[illegible]**Part IX-A Summary of Direct Charitable Activities**

Expenses

1 NONE

2

3

4

Amount

1 NONE

2

All other program-related investments See instructions

3NONE

Total. Add lines 1 through 3

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	3,646,963.
b	Average of monthly cash balances	1b	284,487.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,931,450.
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	NONE
3	Subtract line 2 from line 1d	3	3,931,450.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,972.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,872,478.
6	Minimum investment return. Enter 5% of line 5	6	193,624.

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	193,624.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	501.
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	501.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	193,123.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	193,123.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	193,123.

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	209,875.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	209,875.
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	501.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	209,374.

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				193,123.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			162,786.	
b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010	NONE			
b From 2011	NONE			
c From 2012	NONE			
d From 2013	NONE			
e From 2014	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>209,875.</u>				
a Applied to 2014, but not more than line 2a			162,786.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				47,089.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				146,034.
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2011	NONE			
b Excess from 2012	NONE			
c Excess from 2013	NONE			
d Excess from 2014	NONE			
e Excess from 2015	NONE			

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

NOT APPLICABLE

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

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

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

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.

N/A

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:

SEE STATEMENT 8

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 25				200,000.
Total			▶ 3a	200,000.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		Related or exempt function income (See instructions)
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			14	1,541.		
4 Dividends and interest from securities			14	101,722.		
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						
8 Gain or (loss) from sales of assets other than inventory			18	-17,693.		
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)				85,570.		
13 Total. Add line 12, columns (b), (d), and (e)				85,570.		

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

- | | | | |
|---|-------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

**Sign
Here**


Signature of officer or trustee

09/27/2017
Date

MANAGING DIRECT

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

KELLY KOWALCZYK

Preparer's signature

Date _____

09/27/2017

7	Check ☐ if self-employed
---	---

PTIN

P01387686

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN ▶ 34-6565596

Firm's address ► 155 N. WACKER DRIVE
CHICAGO, IL

60606

Phone no 312-879-2000

JOHN R WOODS FOUNDATION C/O CIBC BANK USA

27-6155799

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CHESAPEAKE ENERGY CORP 6.625% 08/15/2020	1,541.	1,541.
	-----	-----
TOTAL	1,541.	1,541.
	=====	=====

JOHN R WOODS FOUNDATION C/O CIBC BANK USA

27-6155799

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	101,722.	92,906.
	-----	-----
TOTAL	101,722.	92,906.
	=====	=====

JOHN R WOODS FOUNDATION C/O CIBC BANK USA

27-6155799

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGMT FEES-SUBJECT T	29,588.	29,588.
	-----	-----
TOTALS	29,588.	29,588.
	=====	=====

JOHN R WOODS FOUNDATION C/O CIBC BANK USA

27-6155799

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	3,745.	3,745.
FED. EXT PAYMENT 11/30/16	3,000.	
	-----	-----
TOTALS	6,745.	3,745.
	=====	=====

JOHN R WOODS FOUNDATION C/O CIBC BANK USA

27-6155799

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	34.	34.
OTHER NON-ALLOCABLE EXPENSE -	1,134.	1,134.
TOTALS	----- 1,168. =====	----- 1,168. =====

JOHN R WOODS FOUNDATION C/O CIBC BANK USA

27-6155799

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----

DIVIDEND CHARGE ADJUSTMENT	45.
GAIN ADJUSTMENT	2,416.
BASIS ADJUSTMENT	533.
ROUNDING	9.

TOTAL	-----
-------	-------

3,003.	=====
--------	-------

STATEMENT 6

JOHN R WOODS FOUNDATION C/O CIBC BANK USA

27-6155799

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.

=====

"NO FILING REQUIREMENT WITH THE MO ATTORNEY GENERAL"

STATEMENT 7

JOHN R WOODS FOUNDATION C/O CIBC BANK USA
FORM 990PF, PART XV - LINES 2a - 2d
=====

27-6155799

RECIPIENT NAME:

JOHN WOODS FOUNDATION

ADDRESS:

13205 MANCHESTER ROAD
SAINT LOUIS, MO 63131

RECIPIENT'S PHONE NUMBER: 314-543-3474

FORM, INFORMATION AND MATERIALS:

COVER LETTER EXPLAINING THE PURPOSES OF THEIR ORGANIZATION
ALSO MUST ENCLOSE A COPY OF DETERMINATION LETTER VERIFYING 501(C)(3)
STATUS

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

STATEMENT 8

RECIPIENT NAME:
MAYA EDUCATION FOUNDATION
AMIGOS DE SAN CRISTOBAL
ADDRESS:
P.O. BOX 1483
WELLFLEET, MA 02667
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
COMMUNITY CYCLES
ADDRESS:
2805 WILDERNESS PL #1000
BOULDER, CO 80301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
PLANNED PARENTHOOD
ADDRESS:
123 WILLIAM STREET
NEW YORK, NY 10038
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
THE WHITTIER INTERNATIONAL SCHOOL
ADDRESS:
2008 PINE STREET
BOULDER, CO 80302
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PUBLIC SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
HOPE & RELIEF INTERNATIONAL
FOUNDATION, INC.
ADDRESS:
10700 GERKE ROAD
BRENHAM, TX 77833
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
RED WIND COUNCILS, INC.
ADDRESS:
P.O. BOX 85
UXBRIDGE, MA 01569
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,500.

RECIPIENT NAME:
CHARITY GLOBAL, INC.
ADDRESS:
40 WORTH STREET, SUITE 330
NEW YORK, NY 10013
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
EVERYTOWN FOR GUN SAFETY
ADDRESS:
P.O. BOX 4184
NEW YORK, NY 10163
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BELOVED STREETS OF AMERICA, INC.
ADDRESS:
P.O. BOX 78276
SAINT LOUIS, MO 63178
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
THE VERTILE HOUSE
ADDRESS:
6681 ARAPAHOE ROAD, SUITE #1
BOULDER, CO 80303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
SPECIAL FORCES CHARITABLE TRUST
ADDRESS:
130 WESTBROOK ROAD, STE 1-A
ESSEX, CT 06426
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
IOWA NATIONAL HERITAGE FOUNDATION
ADDRESS:
505 FIFTH AVE, SUITE 444
DES MOINES, IA 50309-2321
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
AMERICAN YOUTH FOUNDATION
ADDRESS:
8845 W GARFIELD RD
SHELBY, MI 49455
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,100.

RECIPIENT NAME:
JOHN BURROUGHS SCHOOL
ADDRESS:
755 S PRICE ROAD
SAINT LOUIS, MO 63124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,600.

RECIPIENT NAME:
COMMUNITY SCHOOL
ADDRESS:
900 LAY ROAD
SAINT LOUIS, MO 63124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
SSM CARDINAL GLENNON CHILDREN'S
MEDICAL CENTER
ADDRESS:
10101 WOODFIELD LANE
SAINT LOUIS, MO 63132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:
CHURCHILL CENTER AND SCHOOL FOR
LEARNING DISABILITIES
ADDRESS:
1021 MUNICIPAL CENTER DRIVE
TOWN COUNTRY, MO 63131
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SAINT LOUIS ZOO - ANNUAL FUND
ADDRESS:
1 GOVERNMENT DRIVE
SAINT LOUIS, MO 63110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:
ARBORWAY TT & NORTHWESTERN
RAILROAD
ADDRESS:
741 W. HWY 8
STEELVILLE, MO 65565
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,100.

RECIPIENT NAME:
PASSAGEWAYS INSTITUTE, INC.
ADDRESS:
3050 BROADWAY, SUITE 203
BOULDER, CO 80304
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
BEYOND HOUSING, INC.
ADDRESS:
4156 MANCHESTER AVE
ST LOUIS, MO 63110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

AMERICAN CONSERVATIVE UNION FOUNDATION

ADDRESS:

1331 H ST NW, STE 500

WASHINGTON, DC 20005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 11,000.

RECIPIENT NAME:

THE NRA FOUNDATION, INC.

WOMEN'S LEADERSHIP FORUM ENDOWMENT

ADDRESS:

11250 WAPLES MILL ROAD

FAIRFAX, VA 22030

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 23,000.

RECIPIENT NAME:

UPAVIM COMMUNITY DEVELOPMENT

FOUNDATION

ADDRESS:

808 E. 23RD

BRYAN, TX 77803

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
STARFISH ONE BY ONE
ADDRESS:
32175 CASTLE CT
EVERGREEN, CO 80439
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
FIRE - REBUILDING LANGTANG, NEPAL
ADDRESS:
107 E BIRCH, SUITE 5
FLAGSTAFF, AZ 86001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
BOULDER COUNTY NATURE ASSOCIATION
ADDRESS:
P.O. BOX 493
BOULDER, CO 80301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
SUMMIT FOUNDATION
ADDRESS:
P.O. BOX 4000
BRECKENRIDGE, CO 80424
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 14,000.

RECIPIENT NAME:
PARLANDO
ADDRESS:
2590 WALNUT STREET
BOULDER, CO 80302
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
HUMANE SOCIETY OF BOULDER
ADDRESS:
2323 55TH STREET
BOULDER, CO 80301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
COLORADO CHAUTAUQUA ASSOCIATION
ADDRESS:
900 BASELINE ROAD
BOULDER, CO 80302
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
EMERGENCY FAMILY ASSISTANCE
ASSOCIATION
ADDRESS:
1575 YARMOUTH AVE
BOULDER, CO 80304
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
COLORADO THERAPEUTIC RIDING CENTER
ADDRESS:
11968 MINERAL ROAD
LONGMONT, CO 80504
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
 FREEDOM SERVICE DOGS, INC.
 ADDRESS:
 2000 W. UNION AVE
 ENGLEWOOD, CO 80110
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 PROGRAM SUPPORT
 FOUNDATION STATUS OF RECIPIENT:
 PC
 AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
 COLORADO HORSE RESCUE
 ADDRESS:
 10386 N 65TH STREET
 LONGMONT, CO 80503
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 PROGRAM SUPPORT
 FOUNDATION STATUS OF RECIPIENT:
 PC
 AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
 BOULDER COUNTRY DAY SCHOOL
 ADDRESS:
 4820 NAUTILUS COURT NORTH
 BOULDER, CO 80301
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 PROGRAM SUPPORT
 FOUNDATION STATUS OF RECIPIENT:
 PC
 AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
I HAVE A DREAM FOUNDATION OF
BOULDER COUNTY
ADDRESS:
3012 STERLING CIRCLE
BOULDER, CO 80301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,900.

RECIPIENT NAME:
THE WILD ANIMAL SANCTUARY
ADDRESS:
1946 WCR 53
KEENESBURG, CO 80643
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
BOULDER BUILDING BLOCK FUND
ADDRESS:
637 S BROADWAY ST, STE 227
BOULDER, CO 80305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
GLOBAL EDUCATION FUND
ADDRESS:
2222 14TH ST
BOULDER, CO 80302
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
BRIDGE HOUSE
ADDRESS:
5345 ARAPAHOE AVENUE, UNIT 5
BOULDER, CO 80303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
FATHER WOODY'S HAVEN OF HOPE
ADDRESS:
707 LIPAN STREET
DENVER, CO 80204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
COLORADO REPTILE HUMANE SOCIETY
ADDRESS:
13941 ELMORE ROAD
LONGMONT, CO 80504
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
MEDICINE HORSE PROGRAM
ADDRESS:
8778 ARAPAHOE ROAD
BOULDER, CO 80303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
DZI FOUNDATION
ADDRESS:
565 SHERMAN #7
RIDGWAY, CO 81432
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
THORNE NATURE EXPERIENCE
ADDRESS:
1466 63RD ST
BOULDER, CO 80303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
GROWING UP BOULDER
UNIVERSITY OF COLORADO FOUNDATION
ADDRESS:
1060 18TH STREET, RM 1B35, 314 UCB
BOULDER, CO 80309-0314
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
JOE FOSS INSTITUTE
ADDRESS:
8925 E. PIMA CENTER PKWY, STE 100
SCOTTSDALE, AZ 85258
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
CHILD ASSAULT PREVENTION PROJECT
OF WASHOE COUNTY
ADDRESS:
122 RIDGE STREET
RENO, NV 89501
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
PHILANTROPIC VENTURES FOUNDATION
ADDRESS:
1222 PRESERVATION PARK WAY
OAKLAND, CA 94612
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,100.

TOTAL GRANTS PAID: 200,000.
=====

FEDERAL FOOTNOTES

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NO 2014 UNDISTRIBUTED INCOME WAS REPORTED ON PART XIII, COLUMN C, LINE 2A OF THE TAX RETURN, AS ORIGINALLY FILED. SUCH INCOME, IN THE AMOUNT OF \$162,786 IS REPORTED ON THE TAX RETURN, AS AMENDED. IN ADDITION, TOTAL EXCESS DISTRIBUTIONS OF \$46,499, WERE REPORTED ON PART XIII, COLUMN A, LINE 6F, OF THE ORIGINAL RETURN. NO EXCESS DISTRIBUTIONS HAVE BEEN REPORTED ON THIS LINE OF THE AMENDED TAX RETURN.



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ACCOUNT NUMBER: **M10496**

NOVEMBER 01, 2016 TO NOVEMBER 30, 2016

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION		MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
TAXABLE CASH & EQUIVALENTS					
PVTB WEALTHMGMT MM I		1.00	183,344.65	238.35	0.13
5,822.560	ACCOUNT 1045000282		183,344.65	19.86	
71,338.500	ACCOUNT 1045000291				
0.040	ACCOUNT 1045000308				
25,776.840	ACCOUNT 1045000317				
20,580.520	ACCOUNT 1045000326				
8,700.570	ACCOUNT 1045000335				
10,605.950	ACCOUNT 1045000362				
40,519.670	ACCOUNT 1045000399				
TOTAL TAXABLE CASH & EQUIVALENTS			183,344.65	238.35	0.13
		SUB-TOTAL	183,344.65	19.86	
TOTAL CASH AND EQUIVALENTS			183,344.65	238.35	0.13
			183,344.65	19.86	
UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
FIXED INCOME					
TAXABLE FI - IND. ISSUES					
34,000.000	CHESAPEAKE ENERGY CORP 6.625%	96.75	32,895.00	2,252.50	6.85
	08/15/2020		14,719.47	663.24	
34,000.000	ACCOUNT 1045000291				
TOTAL TAXABLE FI - IND. ISSUES			32,895.00	2,252.50	6.85
		SUB-TOTAL	14,719.47	663.24	
TAXABLE FI - FUNDS					
8,519.004	INVESCO FLOATING RATE FUND	7.49	63,807.34	3,143.51	4.93
	AFRYX		65,000.00	261.96	
8,519.004	ACCOUNT 1045000335				
13,421.810	DOUBLELINE TOTAL RETURN BOND FD	10.65	142,942.28	5,355.30	3.75
	CL I		147,816.89		
13,421.810	ACCOUNT 1045000335				
16,129.032	FEDERATED HIGH YIELD BOND FUND	9.74	157,096.77	9,209.68	5.86
	FIHBY		160,000.00	767.47	
16,129.032	ACCOUNT 1045000335				
TOTAL TAXABLE FI - FUNDS			363,846.39	17,708.49	4.87
		SUB-TOTAL	372,816.89	1,029.43	
TOTAL FIXED INCOME			396,741.39	19,960.99	5.03
			387,536.36	1,692.67	



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NOVEMBER 01, 2016 TO NOVEMBER 30, 2016

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES					
DOMESTIC EQUITY					
100 000 AGCO	AGCO CORP	55 80	5,580 00 4,214 43	52 00 13 00	0 93
	100 000 ACCOUNT 1045000291				
105 000 AMCX	AMC NETWORKS INC A	55 25	5 801 25 2,761 05		
	105 000 ACCOUNT 1045000282				
35 000 ARE	ALEXANDRIA REAL ESTATE EQUITIES	109 59	3,835 65 3,222 54	112 00	2 92
	35 000 ACCOUNT 1045000362				
15 000 GOOG	ALPHABET INC CL C	758 04	11,370 60 10,644 83		
	15 000 ACCOUNT 1045000399				
219 000 AXP	AMERICAN EXPRESS CO	72 04	15 776 76 14,034 70	280 32	1 78
	219 000 ACCOUNT 1045000399				
257 000 AIG	AMERICAN INTERNATIONAL GROUP	63 33	16,275 81 14,217 81	328 96	2 02
	257 000 ACCOUNT 1045000399				
402 000 APC	ANADARKO PETRO CORP	69 15	27 798 30 30 649 26	80 40	0 29
	402 000 ACCOUNT 1045000282				
355 000 ADSK	AUTODESK INC	72 61	25,776 55 10,367 01		
	355 000 ACCOUNT 1045000282				
12 000 AVB	AVALONBAY COMMUNITIES INC	164 49	1,973 88 1 940 00	64 80	3 28
	12 000 ACCOUNT 1045000362				
312 000 BBBY	BED BATH & BEYOND INC	44 81	13,980 72 14,208 01	156 00	1 12
	312 000 ACCOUNT 1045000399				
258 000 WRB	BERKLEY WR CORP	61 79	15 941 82 14 213 63	134 16 33 54	0 84
	258 000 ACCOUNT 1045000399				
99 000 BRK	BERKSHIRE HATHAWAY INC CL B	157 44	15 586 56 14 162 53		
	99 000 ACCOUNT 1045000399				



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ACCOUNT NUMBER M10496

NOVEMBER 01, 2016 TO NOVEMBER 30, 2016

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
79 000 BIIB	BIOGEN INC	294 07	23,231 53 4,591 47		
	79 000 ACCOUNT 1045000282				
4,050 926 WSMDX	WILLIAM BLAIR SMALL MID CAP GROWTH CL I	20 42	82,719 91 70,000 00	255 21	0 31
	4,050 926 ACCOUNT 1045000317				
791 000 BGG	BRIGGS & STRATTON CORPORATION	20 72	16,389 52 15,471 65	442 96	2 70
	791 000 ACCOUNT 1045000291				
179 000 BRX	BRIXMOR PROPERTY GROUP INC	24 35	4,358 65 4,362 96	186 16	4 27
	179 000 ACCOUNT 1045000362				
100 000 BC	BRUNSWICK CORP	50 12	5,012 00 4,520 67	66 00 16 50	1 32
	100 000 ACCOUNT 1045000362				
129 000 CSRA	CSRA INC	32 01	4,129 29 3,386 34	51 60	1 25
	129 000 ACCOUNT 1045000362				
200 000 CNT	CANADIAN NATIONAL RY CO	66 83	13,366 00 6,950 77	224 60	1 68
	200 000 ACCOUNT 1045000326				
35 000 CSL	CARLISLE COMPANIES INC	112 17	3,925 95 2,880 05	49 00 12 25	1 25
	35 000 ACCOUNT 1045000362				
90 000 CNC	CENTENE CORP	57 63	5,186 70 5,779 82		
	90 000 ACCOUNT 1045000362				
180 000 CNP	CENTERPOINT ENERGY INC	23 86	4,294 80 4,505 40	185 40 46 35	4 32
	180 000 ACCOUNT 1045000362				
1 008 000 CHK	CHESAPEAKE ENERGY CORP	7 00	7,056 00 11,754 87	352 80	5 00
	1 008 000 ACCOUNT 1045000291				
371 000 CFG	CITIZENS FINANCIAL GROUP	33 51	12,432 21 7,779 19	178 08	1 43
	371 000 ACCOUNT 1045000291				



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NOVEMBER 01, 2016 TO NOVEMBER 30, 2016

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
146 000 CTXS	CITRIX SYS INC	86 73	12,662 58 10,394 43		
	146 000 ACCOUNT 1045000282				
527 000 CMCSA	COMCAST CORP (NEW) CL A	69 51	36 631 77 8,774 55	579 70	1 58
	527 000 ACCOUNT 1045000282				
53 000 CXO	CONCHO RESOURCES INC	143 02	7,580 06 5,249 67		
	53 000 ACCOUNT 1045000362				
363 000 CREE	CREE INC	25 32	9,191 16 17 824 10		
	363 000 ACCOUNT 1045000282				
131 000 DDR	DDR CORP	15 22	1 993 82 2,382 89	99 56	4 99
	131 000 ACCOUNT 1045000362				
58 000 DTE	DTE ENERGY CO	93 09	5,399 32 4 562 89	191 40	3 54
	58 000 ACCOUNT 1045000362				
85 000 DO	DIAMOND OFFSHORE DRILLING INC	18 06	1 535 10 1 824 92	42 50	2 77
	85 000 ACCOUNT 1045000362				
280 000 DISCA	DISCOVERY COMM INC NEW SER A	27 09	7,585 20 8,518 69		
	280 000 ACCOUNT 1045000282				
515 000 DISCK	DISCOVERY COMM INC NEW SER C	26 44	13 616 60 14,224 30		
	515 000 ACCOUNT 1045000399				
245 000 DLB	DOLBY LAB INC CL A	46 15	11,306 75 11 156 47	137 20	1 21
	245 000 ACCOUNT 1045000282				
396 000 DIBF	DOREL INDUSTRIES CL B	28 05	11,106 18 12,086 55	475 20 118 80	4 28
	396 000 ACCOUNT 1045000291				
115 000 DRE	DUKE REALTY CORP	25 43	2,924 45 2,209 89	87 40	2 99
	115 000 ACCOUNT 1045000362				



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
18 000 ELFIF	E L FINANCIAL LTD	530 54	9,549 63 8,876 14	67 23	0 70
	18 000 ACCOUNT 1045000291				
128 000 EWBC	EAST WEST BANCORP INC	47 88	6 128 64 4,746 97	102 40	1 67
	128 000 ACCOUNT 1045000362				
148 000 EXPD	EXPEDITORS INTERNATIONAL WASHINGTON INC	52 74	7,805 52 7,172 55	118 40 59 20	1 52
	148 000 ACCOUNT 1045000399				
192 000 ESRX	EXPRESS SCRIPTS HOLDING CO	75 88	14,568 96 14,216 60		
	192 000 ACCOUNT 1045000399				
118 000 FCN	FTI CONSULTING INC	42 70	5 038 60 3,884 56		
	118 000 ACCOUNT 1045000291				
320 000 FAST	FASTENAL	47 40	15,168 00 13,479 36	384 00	2 53
	320 000 ACCOUNT 1045000399				
245 000 FITB	FIFTH THIRD BANCORP	26 02	6 374 90 3 839 15	127 40	2 00
	245 000 ACCOUNT 1045000291				
170 000 FLR	FLUOR CORP NEW	53 51	9,096 70 7,722 42	142 80 35 70	1 57
	170 000 ACCOUNT 1045000282				
1,423 000 FCX	FREEPORT-MCMORAN INC	15 35	21,843 05 22,868 45	284 60	1 30
	1 423 000 ACCOUNT 1045000282				
140 000 GLPI	GAMING AND LEISURE PPTYS	30 51	4,271 40 4,740 04	336 00	7 87
	140 000 ACCOUNT 1045000362				
154 000 GT	GOODYEAR TIRE & RUBBER CO	30 69	4,726 26 4 675 72	61 60 15 40	1 30
	154 000 ACCOUNT 1045000362				
56 000 HAR	HARMAN INTL INDS INC	109 37	6,124 72 5 831 03	78 40	1 28
	56 000 ACCOUNT 1045000362				



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
53 000 HAS	HASBRO INC	85 39	4,525 67 3,829 39	108 12	2 39
	53 000 ACCOUNT 1045000362				
84 000 HP	HELMERICH & PAYNE INC	75 65	6,354 60 6,927 63	235 20 58 80	3 70
	84 000 ACCOUNT 1045000362				
485 000 HBAN	HUNTINGTON BANCSHARES INC	12 46	6 043 10 4,607 26	155 20	2 57
	485 000 ACCOUNT 1045000362				
558 000 IMGN	IMMUNOGEN INC	1 78	993 24 4,519 84		
	558 000 ACCOUNT 1045000282				
230 000 IM	INGRAM MICRO INC CL A	37 44	8 611 20 3,840 42	92 00	1 07
	230 000 ACCOUNT 1045000291				
38 000 INGR	INGREDION INC	117 38	4,460 44 3,035 44	76 00	1 70
	38 000 ACCOUNT 1045000362				
349 000 IONS	IONIS PHARMACEUTICALS INC	43 76	15 272 24 13 672 08		
	349 000 ACCOUNT 1045000282				
114 000 JBL	JABIL, INC	21 15	2,411 10 2,079 83	36 48 9 12	1 51
	114 000 ACCOUNT 1045000362				
124 000 JNJ	JOHNSON & JOHNSON	111 30	13 801 20 14 463 67	396 80 99 20	2 88
	124 000 ACCOUNT 1045000399				
60 000 KEX	KIRBY CORPORATION	63 45	3,807 00 3,392 36		
	60 000 ACCOUNT 1045000362				
160 000	L-3 COMMUNICATIONS HOLDINGS	157 77	25,243 20 15,965 42	448 00 112 00	1 77
	160 000 ACCOUNT 1045000282				
259 000 LUK	LEUCADIA NATL CORP	22 02	5,703 18 5,196 68	64 75	1 14
	259 000 ACCOUNT 1045000291				



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
35 000 LBRDA	LIBERTY BROADBAND CORP SER A	69 53	2,433 55		
	35 000 ACCOUNT 1045000282		350 93		
70 000 LBRDK	LIBERTY BROADBAND CORP SER C	71 31	4 991 70		
	70 000 ACCOUNT 1045000282		669 36		
370 000 QVCA	LIBERTY VENTURES INTERACTIVE CORPORATION QVC GROUP COM SER A	20 71	7,662 70		
	370 000 ACCOUNT 1045000282		3,817 52		
31 000 LVNTA	LIBERTY VENTURES SER A	39 02	1 209 62		
	31 000 ACCOUNT 1045000282		339 11		
140 000 LSXMA	LIBERTY SIRIUSXM GROUP SER A	36 30	5 082 00		
	140 000 ACCOUNT 1045000282		791 93		
280 000 LSXMK	LIBERTY SIRIUSXM GROUP C	35 76	10,012 80		
	280 000 ACCOUNT 1045000282		1,589 36		
14 000 BATRA	LIBERTY BRAVES GROUP A	20 15	282 10		
	14 000 ACCOUNT 1045000282		71 35		
70 000 LMCK	LIBERTY FORMULA ONE	31 15	2,180 50		
	70 000 ACCOUNT 1045000282		295 55		
35 000 LMCA	LIBERTY FORMULA ONE	31 29	1 095 15		
	35 000 ACCOUNT 1045000282		147 53		
28 000 BATRK	LIBERTY BRAVES GROUP C	19 87	556 36		
	28 000 ACCOUNT 1045000282		117 32		
94 000 LNC	LINCOLN NATIONAL CORP	64 10	6,025 40	94 00	1 56
	94 000 ACCOUNT 1045000362		5,119 24		
198 000 LOW	LOWE'S COMPANIES INC	70 55	13,968 90	277 20	1 98
	198 000 ACCOUNT 1045000399		14 903 09		



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
271 000 MDC	MDC HOLDINGS INC	26 88	7,284 48 6,913 98	271 00	3 72
	271 000 ACCOUNT 1045000291				
242 000 MRO	MARATHON OIL CORP	18 06	4,370 52 3,678 25	48 40 12 10	1 11
	242 000 ACCOUNT 1045000362				
15 000 MKL	MARKEL CORP	898 34	13,475 10 14,182 38		
	15 000 ACCOUNT 1045000399				
162 000 MA	MASTERCARD INC CLA	102 20	16,556 40 15,116 75	123 12	0 74
	162 000 ACCOUNT 1045000399				
710 000 MTZPY	MTSUBISHI TANABE PH ADR	18 88	13,403 38 9,865 60	213 71 148 59	1 59
	710 000 ACCOUNT 1045000291				
12 000 MHK	MOHAWK INDS INC	197 44	2,369 28 1,986 66		
	12 000 ACCOUNT 1045000362				
170 000 NOV	NATIONAL-OILWELL VARCO INC	37 36	6,351 20 7,232 54	34 00 8 50	0 54
	170 000 ACCOUNT 1045000282				
89 000 NFX	NEWFIELD EXPLORATION COMPANY	45 22	4,024 58 3,340 61		
	89 000 ACCOUNT 1045000362				
430 000 NBRXF	NORBORD INC	25 07	10,780 10 8,748 34	128 57 32 10	1 19
	430 000 ACCOUNT 1045000291				
105 000 DNOW	DNOW INC DE	21 54	2,261 70 2,645 10		
	105 000 ACCOUNT 1045000282				
380 000 NUAN	NUANCE COMMUNICATIONS INC	16 21	6,159 80 6,241 43		
	380 000 ACCOUNT 1045000282				
170 000 NUE	NUCOR CORP	62 19	10,572 30 7,563 30	256 70	2 43
	170 000 ACCOUNT 1045000282				



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
40 000 NVDA	NVIDIA CORP	92 20	3,688 00 1,340 73	22 40 5 60	0 61
	40 000 ACCOUNT 1045000362				
150 000 OGE	OGE ENERGY CORP	31 65	4 747 50 4,668 79	181 50	3 82
	150 000 ACCOUNT 1045000362				
74 000 ODFL	OLD DOMINION FIGHT LINE INC	87 30	6 460 20 4,449 38	29 60	0 46
	74 000 ACCOUNT 1045000362				
542 000 ONNN	ON SEMICONDUCTOR CORPORATION	11 78	6 384 76 5,169 85		
	542 000 ACCOUNT 1045000362				
62 000 PCAR	PACCAR INC	62 15	3 853 30 3,373 92	59 52 14 88	1 54
	62 000 ACCOUNT 1045000362				
116 000 PACW	PACWEST BANCORP	51 25	5 945 00 5 229 63	232 00	3 90
	116 000 ACCOUNT 1045000362				
135 000 PEP	PEPSICO INC INC	100 10	13 513 50 14 220 90	406 35 101 59	3 01
	135 000 ACCOUNT 1045000399				
151 000 RES	RPC INC	20 08	3,032 08 2 330 64	30 20 7 55	1 00
	151 000 ACCOUNT 1045000362				
67 000 RGA	REINSURANCE GROUP AMER INC CL A	122 05	8,177 35 5 599 36	109 88	1 34
	67 000 ACCOUNT 1045000362				
79 000 RS	RELiance STEEL & ALUM	81 10	6,406 90 5 019 27	134 30 33 58	2 10
	79 000 ACCOUNT 1045000362				
480 000 RCII	RENT A CENTER INC	11 55	5,544 00 8,043 56	153 60	2 77
	480 000 ACCOUNT 1045000291				
24 000 ROP	ROPER TECHNOLOGIES INC	181 11	4,346 64 3 578 40	33 60	0 77
	24 000 ACCOUNT 1045000362				



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
410 000 JOE	ST JOE CORP	20 80	8,528 00 7,118 63		
	410 000 ACCOUNT 1045000291				
337 000 SLB	SCHLUMBERGER LTD	84 03	28 324 85 22,580 64	674 00	2 38
	170 000 ACCOUNT 1045000326				
	167 000 ACCOUNT 1045000399				
37 000 SWKS	SKYWORKS SOLUTIONS INC	76 85	2,843 45 2 623 31	41 44 10 36	1 46
	37 000 ACCOUNT 1045000362				
150 000 STRZA	STARZ SERIES A	33 86	5,079 00 589 57		
	150 000 ACCOUNT 1045000282				
133 000 SYK	STRYKER CORP	113 66	15,116 78 15,149 86	202 16	1 34
	133 000 ACCOUNT 1045000399				
61 000 SUI	SUN COMMUNITIES INC	72 17	4,402 37 4,230 98	158 60	3 60
	61 000 ACCOUNT 1045000362				
50 000 STI	SUNTRUST BANKS INC INC	51 95	2,597 50 1,336 38	52 00 13 00	2 00
	50 000 ACCOUNT 1045000291				
70 000 SNPS	SYNOPSIS INC	60 48	4,233 60 3,373 69		
	70 000 ACCOUNT 1045000362				
144 000 TIX	TIJX COMPANIES INC	78 34	11 280 96 10,857 08	149 76 37 44	1 33
	144 000 ACCOUNT 1045000399				
58 000 TCO	TAUBMAN CENTERS INC	72 67	4 214 86 4 029 37	138 04	3 28
	58 000 ACCOUNT 1045000362				
37 000 TDY	TELEDYNE TECHNOLOGIES INC	124 87	4,620 19 4,082 30		
	37 000 ACCOUNT 1045000362				
47 000 TSO	TESORO PETROLEUM CORP	81 35	3 823 45 3,517 07	103 40 25 85	2 70
	47 000 ACCOUNT 1045000362				



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NOVEMBER 01, 2016 TO NOVEMBER 30, 2016

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
96 000 TMO	THERMO FISHER SCIENTIFIC INC	140 11	13,450 56 14 180 81	57 60	0 43
	96 000 ACCOUNT 1045000399				
85 000 TMK	TORCHMARK CORP	70 09	5,957 65 4,613 80	47 60	0 80
	85 000 ACCOUNT 1045000362				
136 000 TRMB	TRIMBLE INCORPORATED	28 19	3,833 84 3 500 50		
	136 000 ACCOUNT 1045000362				
467 000 TWTR	TWITTER INC	18 49	8 634 83 11,748 74		
	467 000 ACCOUNT 1045000282				
117 000 UGI	UGI CORP NEW	44 80	5 241 60 4,170 94	111 15	2 12
	117 000 ACCOUNT 1045000362				
71 000 UTX	UNITED TECHNOLOGIES CORP	107 72	7 648 12 7 119 17	187 44 46 86	2 45
	71 000 ACCOUNT 1045000399				
212 000 UNH	UNITEDHEALTH GROUP INC	158 32	33,563 84 6 987 52	530 00 132 50	1 58
	212 000 ACCOUNT 1045000282				
40 000 VTR	VENTAS INC	60 42	2,416 80 1,926 52	116 80	4 83
	40 000 ACCOUNT 1045000362				
138 000 VRTX	VERTEX PHARMACEUTICALS INC	81 61	11,262 18 6 208 14		
	138 000 ACCOUNT 1045000282				
338 000 WDC	WESTERN DIGITAL CORP	63 66	21,517 08 18 477 07	676 00	3 14
	257 000 ACCOUNT 1045000282				
	81 000 ACCOUNT 1045000362				
93 000 WLK	WESTLAKE CHEMICAL CORP	59 17	5,502 81 4,688 34	70 87 17 73	1 29
	93 000 ACCOUNT 1045000362				
17 000 WHR	WHIRLPOOL CORP	162 44	2 761 48 2 506 87	68 00 17 00	2 46
	17 000 ACCOUNT 1045000362				

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
63 000 WWD	WOODWARD INC	67 73	4,266 99 3,308 76	27 72	0 65
	63 000 ACCOUNT 1045000362				
131 000 XEL	XCEL ENERGY INC	39 01	5 110 31 4,315 69	178 16	3 49
	131 000 ACCOUNT 1045000362				
185 000 ZION	ZIONS BANCORP	39 79	7,361 15 5,094 71	59 20	0 80
	185 000 ACCOUNT 1045000362				
180 000 AGN	ALLERGAN PLC	194 30	34,974 00 25,740 19	504 00	1 44
	121 000 ACCOUNT 1045000282				
	59 000 ACCOUNT 1045000399				
110 000 DOX	AMDOC'S LIMITED ORD	58 97	6,486 70 4 143 00	85 80	1 32
	110 000 ACCOUNT 1045000291				
165 000 BG	BUNGE LTD	68 28	11,266 20 9,536 59	277 20 69 30	2 46
	165 000 ACCOUNT 1045000326				
3,267 000 WFT	WEATHERFORD INTL PL	5 11	16 694 37 38 690 76		
	3,267 000 ACCOUNT 1045000282				
396 000 JCI	JOHNSON CONTROL INTL PLC	44 98	17,812 08 9,077 50	340 16	1 91
	396 000 ACCOUNT 1045000282				
120 000 MDT	MEDTRONIC PLC	73 01	8,761 20 9,084 96	206 40	2 36
	120 000 ACCOUNT 1045000282				
82 000 NCLH	NORWEGIAN CRUISE LINE HOLDING	39 81	3,264 42 3 757 79		
	82 000 ACCOUNT 1045000362				
587 000 STX	SEAGATE TECHNOLOGY PLC	40 10	23,538 70 11,847 30	1,479 24	6 28
	587 000 ACCOUNT 1045000282				
79 000 PNR	PENTAIR PLC	57 46	4 539 34 2,283 97	107 44	2 37
	79 000 ACCOUNT 1045000282				

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
DOMESTIC EQUITY					
71 000 WLTW	WILLIS TOWERS WATSON PLC	124 37	8,830 27 5,985 62	136 32	1 54
	71 000 ACCOUNT 1045000291				
392 000 TEL	TE CONNECTIVITY LTD	67 64	26 514 88 10 768 94	580 16 145 04	2 19
	392 000 ACCOUNT 1045000282				
120 000 CHKP	CHECK PT SOFTWARE	82 33	9,879 60 9,240 63		
	120 000 ACCOUNT 1045000326				
127 000 MYL	MYLAN NV	36 61	4,649 47 5,496 85		
	127 000 ACCOUNT 1045000362				
167 000 NXPI	NXP SEMICONDUCTORS NV	99 15	16 558 05 13,761 93		
	167 000 ACCOUNT 1045000399				
167 000 AVGO	BROADCOM LTD	170 49	28,471 83 12,248 92	340 68	1 20
	167 000 ACCOUNT 1045000282				
TOTAL DOMESTIC EQUITY		SUB-TOTAL	1,352,300 11 1,088,166 42	18 675 78 1,509 43	1 38
INTERNATIONAL/GLOBAL					
890 000 AAGIY	ALA GROUP LTD SP-ADR	24 39	21,708 88 13,004 94	304 38	1 40
	890 000 ACCOUNT 1045000326				
604 000 AIQUY	AIR LIQUIDE ADR	20 38	12 311 94 10 541 15	262 74	2 13
	604 000 ACCOUNT 1045000326				
400 000 ALFVY	ALFVY ALFA LAVAL AB UNSPON ADR	14 99	5,996 40 6,146 80	158 00	2 63
	400 000 ACCOUNT 1045000326				
920 000 AZSEY	ALLIANZ SE ADR	15 89	14,619 72 10,538 55	563 04	3 85
	920 000 ACCOUNT 1045000326				
270 000 APNHY	ASPEN PHARMACARE HL - UNSP ADR	20 67	5,581 17 5 954 50	35 10	0 63
	270 000 ACCOUNT 1045000326				

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INTERNATIONAL/GLOBAL					
320 000 ATLKY	ATLAS COPCO AB-SPON ADR	30 22	9,670 72 4,675 20	166 40	1 72
	320 000 ACCOUNT 1045000326				
200 000 BBAVY	BBA AVIATION PLC ADR	16 39	3 277 20 2 974 06	109 20	3 33
	200 000 ACCOUNT 1045000326				
125 000 BIDU	BAIDU COM SPON ADR	166 95	20,868 75 20,623 69		
	125 000 ACCOUNT 1045000326				
593 000 BAFYV	BALFOUR BEATTY PLC SPON ADR	6 69	3,966 58 3,424 52	11 27 10 83	0 28
	593 000 ACCOUNT 1045000291				
2,290 000 BBVA	BANCO BILBAO VIZCAYA ARGENTARIA S A SPONS ADR	6 16	14 106 40 18,128 94	753 70	5 36
	2,290 000 ACCOUNT 1045000326				
1,068 000 BPESY	BANCO POPULAR ESPANOL UNADR	3 51	3,747 61 4,428 36	66 22	1 77
	1 068 000 ACCOUNT 1045000291				
175 000 BAYRY	ADR BAYER A G SPONSORED ADR	93 98	16,445 98 18,439 16	365 93	2 23
	175 000 ACCOUNT 1045000326				
335 000 BMWYY	BMW UNSPOND ADR	28 38	9,508 64 10,845 15	281 74	2 96
	335 000 ACCOUNT 1045000326				
540 000 CCGGY	C&C GROUP PLC SPONSORED ADR	11 07	5,978 88 6 869 07	207 36 58 37	3 47
	540 000 ACCOUNT 1045000291				
245 000 CSLLY	CSL LTD UNSPON ADR	36 20	8,869 98 3,419 76	139 90	1 58
	245 000 ACCOUNT 1045000326				
775 000 CX	CEMEX S A B DE C V ADR	7 81	6,052 75 4,730 07		
	775 000 ACCOUNT 1045000291				
2,251 000 CFRUY	CIE FINANCIERE RICH UNSP ADR	6 52	14 683 27 14,293 85	225 10	1 53
	2,251 000 ACCOUNT 1045000399				

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INTERNATIONAL/GLOBAL					
662 000 CBD	CIA BRASILEIRA SP ADR PFD A	15 92	10 539 04 9 190 80	9 27	0 09
	662 000 ACCOUNT 1045000291				
501 000 ELPVY	CIA PARANAENSE ENER SP ADR P	6 21	3 110 21 2,478 79	60 12	1 93
	501 000 ACCOUNT 1045000291				
610 000 ELP	CIA PARANAENSE ENER SP ADR P	8 52	5,197 20 7,010 58	81 13	1 56
	610 000 ACCOUNT 1045000291				
230 000 DBSDY	DBS GROUP HLDGS LTD SPONS ADR	49 01	11,272 07 10,357 05	384 79	3 41
	230 000 ACCOUNT 1045000326				
281 000 DASTY	DASSAULT SYS ADR	76 40	21 468 12 8,535 37	102 57	0 48
	281 000 ACCOUNT 1045000326				
1,844 000 DBHSY	DEBENHAMS PLC SPONSORED ADR	2 77	5,106 04 7,496 50	280 29	5 49
	1 844 000 ACCOUNT 1045000291				
136 000 DEO	DIAGEO PLC NEW ADR	101 24	13 768 64 14 875 25	423 78	3 08
	136 000 ACCOUNT 1045000399				
788 000 ERJ	EMBRAER SA ADR	19 59	15,436 92 17,864 51	26 79	0 17
	788 000 ACCOUNT 1045000291				
590 000 EBKDY	ERSTE GROUP BANK AG	13 92	8,211 62 7 344 27	153 40	1 87
	590 000 ACCOUNT 1045000291				
1 400 000 FANUY	FANUC CORPORATION	16 94	23,718 80 17 681 05	204 40 244 43	0 86
	1,400 000 ACCOUNT 1045000326				
1,310 000 FPAFY	FIRST PACIFIC CO LTD SP ADR	3 51	4,602 03 4,035 66	93 01	2 02
	1,310 000 ACCOUNT 1045000291				
300 000 FMS	FRESENTUS MEDICAL CARE-ADR	38 96	11,688 00 8 762 27	93 90	0 80
	300 000 ACCOUNT 1045000326				



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INTERNATIONAL/GLOBAL					
690 000 FUPBY	FUCHS PETROLUB SE	9 92	6,842 04 8,107 71	104 19	1 52
	690 000 ACCOUNT 1045000326				
431 000 GFSZY	G4S PLC UNSPON ADR	15 25	6 572 32 7,970 43	241 36	3 67
	431 000 ACCOUNT 1045000291				
340 000 GRFS	GRIFOLS SA ADR	15 63	5,314 20 5,950 85	90 44	1 70
	340 000 ACCOUNT 1045000326				
210 000 TV	GRUPO TELEvisa SA ADR	20 77	4,361 70 5,523 86	17 64	0 40
	210 000 ACCOUNT 1045000326				
155 000 HACBY	HACHIUNI BANK LTD UNS ADR	53 80	8 338 69 7,751 09	174 07 81 62	2 09
	155 000 ACCOUNT 1045000291				
872 000 ITUB	ITAU UNIBANCO BANCO MULTIPLO	10 34	9,016 48 7,501 14	46 22 3 77	0 51
	872 000 ACCOUNT 1045000326				
190 000 JGCCY	JGC CORP UNSPOND ADR	33 14	6,296 41 10 847 63	123 50	1 96
	190 000 ACCOUNT 1045000326				
890 000 JSAIY	J SAINSBURY PLC	11 55	10,275 05 16,148 37	497 51 139 17	4 84
	890 000 ACCOUNT 1045000291				
90 000 KUB	KUBOTA CORP ADR	75 80	6,822 36 6,761 30	135 99	1 99
	90 000 ACCOUNT 1045000326				
420 000 LRLCY	L'OREAL UNSP ADR	34 17	14,350 98 8 303 40	230 16	1 60
	420 000 ACCOUNT 1045000326				
190 000 LVMUY	LVMH MOET HENNESSY ADR	36 43	6,921 32 4 123 00	110 20 39 72	1 59
	190 000 ACCOUNT 1045000326				
460 000 LNEGY	LINDE AF ADR	16 68	7,670 96 7,870 45	125 12	1 63
	460 000 ACCOUNT 1045000326				



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INTERNATIONAL/GLOBAL					
534 000 MYTAY	MAGYAR TELEKOM TELE SPON ADR	8 33	4,449 82 3,563 33	123 89	2 78
	534 000 ACCOUNT 1045000291				
2 046 000 MAKSY	MARKS & SPENCER GROUP PLC	8 21	16 805 84 20,100 82	920 70 308 42	5 48
	2 046 000 ACCOUNT 1045000291				
978 000 MITFY	MITIE GROUP PLC UNSP ADR	10 28	10,048 95 9,832 03	474 33	4 72
	978 000 ACCOUNT 1045000291				
320 000 MITEY	MITSUBISHI ESTATE LTD ADR	20 23	6 474 56 9 573 44	32 96 25 25	0 51
	320 000 ACCOUNT 1045000326				
220 000 MONOY	MONOTARO CO LTD UNSP ADR	21 44	4 716 80 2,453 45	20 68	0 44
	220 000 ACCOUNT 1045000326				
880 000 NPSNY	NASPERS LTD V SHS SPON ADR	14 65	12,892 00 11 834 74	24 64	0 19
	880 000 ACCOUNT 1045000326				
295 000 NSRGY	NESTLE SA (REPRESENT REGIST SHS) ADR	67 15	19 808 66 14 283 90	574 37	2 90
	295 000 ACCOUNT 1045000326				
190 000 NTL	NORTEL INVERSORA PFD B ADR	23 70	4,503 00 3,909 21	221 35	4 92
	190 000 ACCOUNT 1045000291				
4 691 335 ODVYX	OPPENHEIMER DEVELOPING MARKETS CL Y	32 22	151 154 81 176 000 00	1 050 86	0 70
	4 691 335 ACCOUNT 1045000317				
230 000 PKCOY	PARK24 CO LTD ADR	28 52	6,560 29 6 489 98	84 87 129 91	1 29
	230 000 ACCOUNT 1045000326				
1 852 000 PRREY	PREMIER FOODS PLC UNSPON ADR	2 75	5 091 15 11 097 88		
	1,852 000 ACCOUNT 1045000291				
760 000 RHHBY	ROCHE HOLDING LTD SPONSORED ADR	27 82	21,142 44 16 765 33	636 88	3 01
	760 000 ACCOUNT 1045000326				

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INTERNATIONAL/GLOBAL					
350 000 RDS	ROYAL DUTCH SHELL PLC	54 17	18,959 50 15,870 31	1 316 00 329 00	6 94
	350 000 ACCOUNT 1045000326				
402 000 SIETY	S A DIETEREN UNSP ADR	19 71	7 922 21 8,173 81	129 85	1 64
	402 000 ACCOUNT 1045000291				
230 000 SAP	SAP SE	83 22	19,140 60 10,579 95	214 13	1 12
	230 000 ACCOUNT 1045000326				
200 000 SSL	SASOL LTD SPONSORED ADR	26 66	5 332 00 7 273 87	170 60	3 20
	200 000 ACCOUNT 1045000326				
2,488 000 SGAMY	SEGA SAMMY HOLDINGS ADR	3 75	9 334 98 6,608 72	161 72 108 48	1 73
	2,488 000 ACCOUNT 1045000291				
33 000 SHPG	SHIRE PLC	174 60	5 761 80 5 687 79	26 53	0 46
	33 000 ACCOUNT 1045000326				
240 000 SONVY	SONOVA HLDGS UNSPON ADR	24 13	5 791 20 3 939 34	59 76	1 03
	240 000 ACCOUNT 1045000326				
480 000 SYIEY	SYMRISE AD UNSPON ADR	15 15	7,270 08 6,412 75	71 04	0 98
	480 000 ACCOUNT 1045000326				
360 000 SSMXY	SYSMEX CORP UNSPON ADR	30 23	10 884 24 3 400 54	62 64 1 01	0 58
	360 000 ACCOUNT 1045000326				
680 000 TSM	TAIWAN SEMICONDUCTOR MFG CO LTD ADR	29 69	20 189 20 8 151 19	511 36	2 53
	680 000 ACCOUNT 1045000326				
190 000 TS	TENARIS S A SPONS ADR	32 21	6 119 90 4 911 67	163 40 49 40	2 67
	190 000 ACCOUNT 1045000326				
396 000	TIM PARTICIPACOES S A	12 16	4 815 36 5 106 42	99 79	2 07
	396 000 ACCOUNT 1045000291				

PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INTERNATIONAL/GLOBAL					
8,434 981 TNSIX	TOUCHSTONE ENTL SMALL CAP CL I	14 91	125,765 57 124,922 06	961 39	0 76
	8,434 981 ACCOUNT 1045000317				
10 000 TSUKY	TOYO SUTSAN KAISHA UNSP ADR	355 44	3 554 35 2,233 28	46 89 26 17	1 32
	10 000 ACCOUNT 1045000291				
2 060 000 TKGBY	TURKIYE GARANTI BANKASI	2 13	4,379 50 10,482 40	74 16	1 69
	2,060 000 ACCOUNT 1045000326				
215 000 UL	UNILEVER PLC SPONSORED NEW ADR	39 98	8 595 70 6,972 45	297 13 75 16	3 46
	215 000 ACCOUNT 1045000326				
1 816 000 MRWSY	WM MORRISON UNSPON ADR	13 59	24 673 99 32,436 77	535 72	2 17
	1,816 000 ACCOUNT 1045000291				
155 000 WPPGY	WPP PLC SPOND ADR	106 24	16 467 20 7,347 77	513 36	3 12
	155 000 ACCOUNT 1045000326				
300 000 DFI	WISDOMTREE JAPAN SMALL CAP DIVIDEND FUND	62 00	18 600 00 11 612 61	246 00	1 32
	300 000 ACCOUNT 1045000291				
TOTAL INTERNATIONAL/GLOBAL		SUB-TOTAL	991,501 83 939,556 91	17 289 13 1 630 71	1 74
TOTAL EQUITIES			2 343 801 94 2,027 723 33	35 964 91 3,140 14	1 53
ALTERNATIVES					
ALTERNATIVE INVMT STRATEGIES					
15 306 122 ASALX	AQR MULTI STRATEGY ALT FD-I	9 66	147,837 14 150,000 00	11 403 06	7 71
	15,306 122 ACCOUNT 1045000317				
25,614 036 BPIRX	ROBECO BOSTON PARTNERS LONG / SHORT RESEARCH FUND	15 41	394 712 20 368 238 50		
	25 614 036 ACCOUNT 1045000317				
TOTAL ALTERNATIVE INVMT STRATEGIES		SUB-TOTAL	542,569 43 518,258 50	11,403 06 0 00	2 10
TOTAL ALTERNATIVES			542,569 43 518,258 50	11,403 06 0 00	2 10



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PORTFOLIO DETAIL (CONTINUED)

UNITS TICKER	DESCRIPTION	MARKET PRICE	MARKET VALUE/ TAX COST	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
REAL ASSETS					
LIQUID REAL ASSETS					
9,571 108 BLRYX	BROOKFIELD GLOBAL LISTED REAL ESTATE FUND 9,571 108 ACCOUNT 1045000335	12 71	121,648 78 135,000 00	5,043 97	4 15
11,844 470 GLIFX	LAZARD GLOBAL LISTED INFRASTRUCTURE I 11 844 470 ACCOUNT 1045000317	13 87	104,282 80 175 000 00	8 682 00	5 28
16,533 161 MLPEX	OPPENHEIMER STEELPATH MLP SELECT 40 FUND 16,533 161 ACCOUNT 1045000335	9 18	151,774 42 166,500 00	11 672 41	7 69
TOTAL LIQUID REAL ASSETS			437,706 00 476,500 00	25 398 38 0 00	5 80
TOTAL REAL ASSETS			437,706 00 476,500 00	25 398 38 0 00	5 80
GRAND TOTAL ASSETS			3,904,163 41 3,593,362 84	92,965 69 4,852 67	2 38

TRANSACTION DETAIL

DATE	DESCRIPTION	CASH	COST	GAIN / LOSS
BEGINNING BALANCE		0 00	3,767,527 07	
DIVIDENDS				
11/01/16	37441W108 DIVIDEND ON 431 SHS G4S PLC UNSPON ADR AT 218684 PER SHARE PAYABLE 10/31/2016 EX DATE 08/31/2016 ACCOUNT 1045000291	94 25		Basis as of 11/30/16 3,593,362.84
11/01/16	534187109 DIVIDEND ON 94 SHS LINCOLN NATIONAL CORP AT 0 25 PER SHARE PAYABLE 11/01/2016 EX DATE 10/05/2016 ACCOUNT 1045000362	23 50		Basis on sale in transit (1,340.73) NVIDIA Cash - sales proceed on Sale in transit 3,751.2
				3,595,773.31
FMV of Assets				3,904,163.41
FMV of Sale in Transit				(3,688.00)
Cash - Proceed in transit				3,751.20
				3,904,226.61