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Form 990-PF

Department of the Treasury  
Internal Revenue Service

EXTENDED TO NOVEMBER 15, 2017

## Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation <b>R.S. EVANS FOUNDATION C/O CRANE CO.</b>		A Employer identification number <b>06-1480414</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>100 FIRST STAMFORD PLACE</b>	Room/suite	B Telephone number <b>2038631400</b>
City or town, state or province, country, and ZIP or foreign postal code <b>STAMFORD, CT 06902</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 13,130,817.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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					
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		100,973.	100,973.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		365,861.			
b Gross sales price for all assets on line 6a		607,575.			
7 Capital gain net income (from Part IV, line 2)			365,861.		
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)					
11 Other income		111,712.	111,712.	0.	STATEMENT 2
12 Total. Add lines 1 through 11		578,546.	578,546.	0.	
13 Compensation of officers, directors, trustees, etc.		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		15,000.	0.	0.	15,000.
c Other professional fees					
17 Interest					
18 Taxes STMT 4		1,146.	1,146.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		30,476.	30,476.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		46,622.	31,622.	0.	15,000.
25 Contributions, gifts, grants paid		695,000.			695,000.
26 Total expenses and disbursements. Add lines 24 and 25		741,622.	31,622.	0.	710,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-163,076.			
b Net investment income (if negative, enter -0-)			546,924.		
c Adjusted net income (if negative, enter -0-)				0.	

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SCANNED NOV 16 2017

**R.S. EVANS FOUNDATION**  
**C/O CRANE CO.**

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<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	4,277.	277.	277.
	2 Savings and temporary cash investments	4,063,800.	3,250,908.	3,250,908.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock <b>STMT 6</b>	2,830,933.	3,373,975.	6,139,129.
	c Investments - corporate bonds			
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 7</b>		2,923,553.	3,035,265.	3,740,503.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		9,822,563.	9,660,425.	13,130,817.
17 Accounts payable and accrued expenses				
18 Grants payable				
<b>Net Assets or Fund Balances</b>	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	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	9,822,563.	9,660,425.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 <b>Total net assets or fund balances</b>	9,822,563.	9,660,425.		
31 <b>Total liabilities and net assets/fund balances</b>	9,822,563.	9,660,425.		

**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	9,822,563.
2 Enter amount from Part I, line 27a	2	-163,076.
3 Other increases not included in line 2 (itemize) ▶ <b>OTHER ADJUSTMENTS</b>	3	938.
4 Add lines 1, 2, and 3	4	9,660,425.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	9,660,425.

**Part IV Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENTS

(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				
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	607,575.	241,714.	365,861.	
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			365,861.	
2 Capital gain net income or (net capital loss)		<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>		2 365,861.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>		3 0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	619,368.	13,448,243.	.046056
2014	542,000.	13,789,667.	.039305
2013	421,000.	9,413,552.	.044723
2012	282,000.	7,621,482.	.037001
2011	291,050.	7,899,543.	.036844
2 Total of line 1, column (d)			2 .203929
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 .040786
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 14,686,438.
5 Multiply line 4 by line 3			5 599,001.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,469.
7 Add lines 5 and 6			7 604,470.
8 Enter qualifying distributions from Part XII, line 4			8 710,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1 5,469.
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 5,469.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 5,469.
6 Credits/Payments:		
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 8,478.	
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 8,478.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 3,009.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 3,009. Refunded <input type="checkbox"/>	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
1b 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
1c 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 <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
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) <input checked="" type="checkbox"/> CT		
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	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 2016 or the taxable year beginning in 2016 (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

**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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	X	
14 The books are in care of <b>CRANE CO.</b> Telephone no. <b>2033637300</b> Located at <b>100 FIRST STAMFORD PL., STAMFORD, CT</b> ZIP+4 <b>06902</b>		
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	N/A	
16 At any time during calendar year 2016, 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	X	

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" 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	N/A	
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 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	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		
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 2016 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 2016)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2016?		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)?

N/A

5b

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?

N/A

☐ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

N/A

7b

**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.

(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
SEE STATEMENT 8		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

(continued)

(a) Name and address of each person paid more than \$50,000

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

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.

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

**Total.** Add lines 1 through 3



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**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	5,571,536.
b	Average of monthly cash balances	1b	5,422,931.
c	Fair market value of all other assets	1c	3,915,622.
d	<b>Total</b> (add lines 1a, b, and c)	1d	14,910,089.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	14,910,089.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	223,651.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,686,438.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	734,322.

**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	734,322.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	5,469.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,469.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	728,853.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	728,853.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	728,853.

**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	710,000.
b	Program-related investments - total from Part IX-B	1b	0.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	710,000.
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	5	5,469.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	704,531.

**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.

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**R.S. EVANS FOUNDATION**  
**C/O CRANE CO.**

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**Part XIII** **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				728,853.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			608,822.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 710,000.				
a Applied to 2015, but not more than line 2a			608,822.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount	0.			101,178.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				627,675.
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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013		
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
<b>b</b> 85% of line 2a						
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed						
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities						
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c						
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:						
<b>a</b> "Assets" alternative test - enter:						
<b>(1)</b> Value of all assets						
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)						
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
<b>c</b> "Support" alternative test - enter:						
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)						
<b>(3)</b> Largest amount of support from an exempt organization						
<b>(4)</b> 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) )

**NONE**

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

**NONE**

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

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

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

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

- c** Any submission deadlines.

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
ALMA DEL MAR 26 MADEIRA AVE NEW BEDFORD, MA 02746	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	25,000.
BABSON COLLEGE 231 FOREST ST BABSON PARK, MA 02457	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	1,000.
BRADY CETER TO PREVENT GUN VIOLENCE 840 FIRST STREET, NE, SUITE 400 WASHINGTON, DC 20002	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	10,000.
THE BROOKINGS INSTITUTION 1775 MASSACHUSETTS AVE. NW WASHINGTON, DC 20036	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	20,000.
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVE ANNAPOLIS, MD 21403	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	50,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>695,000.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

**Part XVI-A**      **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income	
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount			
1 Program service revenue:							
a _____							
b _____							
c _____							
d _____							
e _____							
f _____							
g Fees and contracts from government agencies							
2 Membership dues and assessments							
3 Interest on savings and temporary cash investments							
4 Dividends and interest from securities			14	100,973.			
5 Net rental income or (loss) from real estate:							
a Debt-financed property							
b Not debt-financed property							
6 Net rental income or (loss) from personal property							
7 Other investment income			18	111,712.			
8 Gain or (loss) from sales of assets other than inventory			18	365,861.			
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory							
11 Other revenue:							
a _____							
b _____							
c _____							
d _____							
e _____							
12 Subtotal Add columns (b), (d), and (e)		0.	-	578,546.			0.
13 Total Add line 12, columns (b), (d), and (e)							578,546.

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

[illegible]

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

<p><b>1</b> 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><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</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><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.</p>	<p><b>Yes</b></p>
	<p><b>1a(1)</b></p> <p><b>1a(2)</b></p>
	<p><b>1b(1)</b></p> <p><b>1b(2)</b></p>
	<p><b>1b(3)</b></p> <p><b>1b(4)</b></p>
	<p><b>1b(5)</b></p> <p><b>1b(6)</b></p>
	<p><b>1c</b></p>

[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
N/A		

**Sign  
Here**

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.

Signature of officer or trustee

Date 11/10/17

► **PRESIDENT**  
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

JEANNETTE REPACI

Preparer's signature

Jeannette M Repack

Date \_\_\_\_\_

11/9/17

Check ☐ if  
self-employed

PTIN

P00358101

Firm's name ► DELOITTE TAX LLP

Firm's address ► 695 E. MAIN STREET  
STAMFORD, CT 06901-2150

Firm's EIN ► 86-1065772

Phone no. 203-708-4000

**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 .33 SHS LAMB WESTON HLDGS INC		P	11/03/16	11/10/16
b 3000 SHS BOULDER BRANDS		P	05/31/12	01/21/16
c 3000 SHS PEP BOYS MANNY MOE & JACK		P	06/11/12	02/03/16
d 327 SHS AT&T INC		P	VARIOUS	03/01/16
e 500 SHS BOYD GAMING CORP COM		P	12/18/08	03/01/16
f 1000 SHS CABLEVISION SYSTEMS INC		P	VARIOUS	03/01/16
g 200 SHS DENTSPLY SIRONA INC COM		P	06/30/03	03/01/16
h 400 SHS DIEBOLD INC COM		P	04/02/08	03/01/16
i 300 SHS DR PEPPER SNAPPLE GROUP INC COM		P	01/21/09	03/01/16
j 300 SHS HONEYWELL INTL INC		P	10/13/03	03/01/16
k 1000 SHS SWJ CORP		P	11/20/01	03/01/16
l 500 SHS SPECTRA STOCK MERGER ENBRIDGE INC		P	11/23/01	03/01/16
m 500 SHS STEEL EXCEL STOCK MERGER STEEL PARTNERS		P	09/20/10	03/01/16
n 4000 SHS CABLEVISION SYSTEMS INC		P	VARIOUS	06/21/16
o .86 SHS LIBERTY LILAC GROUP A		P	03/27/02	06/21/16

(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 11.		11.	0.
b 33,000.		18,001.	14,999.
c 55,500.		27,386.	28,114.
d 12,178.		2,434.	9,744.
e 8,902.		2,539.	6,363.
f 32,682.			32,682.
g 11,942.		4,092.	7,850.
h 10,030.		14,975.	-4,945.
i 27,694.		4,898.	22,796.
j 31,636.		8,538.	23,098.
k 36,519.		14,118.	22,401.
l 14,855.		8,177.	6,678.
m 7,195.		14,790.	-7,595.
n 139,600.			139,600.
o 29.		8.	21.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** 0.
b			14,999.
c			28,114.
d			9,744.
e			6,363.
f			32,682.
g			7,850.
h			-4,945.
i			22,796.
j			23,098.
k			22,401.
l			6,678.
m			-7,595.
n			139,600.
o			21.

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 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). If (loss), enter "-0-" in Part I, line 8 }	3	

**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	.58 SHS LIBERTY LILAC GROUP C	P	03/27/02	06/21/16
b	.3 SHS COMMERCEHUB INC	P	03/27/02	07/25/16
c	300 SHS AT&T INC	P	04/22/02	10/25/16
d	200 SHS BE AEROSPACE INC	P	09/16/14	10/25/16
e	1500 SHS CHEMTURA CORP	P	VARIOUS	10/25/16
f	656 SHS MEDIA GEN INC	P	VARIOUS	10/25/16
g	200 SHS SWJ CORP	P	11/20/01	10/25/16
h	300 SHS SWJ CORP	P	11/20/01	10/27/16
i	500 SHS STEEL EXCEL STOCK MERGER STEEL PARTNERS	P	09/20/10	10/27/16
j	200 SHS SWJ CORP	P	11/20/01	10/28/16
k	.4 SHS LIBERTY EXPEDIA HLDGS INC	P	03/27/02	11/28/16
l	.6 SHS LIBERTY INTERACTIVE CORP	P	03/27/02	11/28/16
m	600 SHS BE AEROSPACE	P	VARIOUS	12/07/16
n	750 SHS STARZ LIBERTY CASH AND STOCK MERGER LIONS	P	VARIOUS	12/12/16
o				

(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 20.		6.	14.
b 4.		2.	2.
c 11,052.		2,206.	8,846.
d 11,936.		12,459.	-523.
e 49,269.		36,219.	13,050.
f 11,385.		11,358.	27.
g 8,898.		2,824.	6,074.
h 14,963.		4,236.	10,727.
i 5,592.		14,790.	-9,198.
j 10,234.		2,824.	7,410.
k 15.		7.	8.
l 23.		10.	13.
m 35,552.		33,949.	1,603.
n 26,859.		857.	26,002.
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			14.
b			2.
c			8,846.
d			-523.
e			13,050.
f			27.
g			6,074.
h			10,727.
i			-9,198.
j			7,410.
k			8.
l			13.
m			1,603.
n			26,002.
o			

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	365,861.
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). If (loss), enter "-0-" in Part I, line 8	3	0.



R.S. EVANS FOUNDATION  
C/O CRANE CO.

06-1480414

**Part XV. Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

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
COLUMBIA BUSINESS SCHOOL 622 W 113TH ST NEW YORK, NY 10025	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	200,000.
CT AGAINST GUN VIOLENCE EDUCATION FUND INC P.O. BOX 4523 SOUTHPORT, CT 06890	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	10,000.
EAGLEBROOK SCHOOL - ANNUAL FUND 271 DEER PINE RD DEERFIELD, MA 01342	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	25,000.
EARTH ISLAND INSTITUTE 2150 ALLSTON WAY #460 BERKELEY, CA 94704	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	3,000.
EAST ELEMENTARY SCHOOL IN NEW CANAAN 54 LITTLE BROOK RD NEW CANAAN, CT 06840	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	1,500.
FIDELCO GUIDE DOG FOUNDATION, INC. 27 CANNON ROAD WILTON, CT 06897	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
GRAYSON-JOCKEY CLUB RESEARCH FOUNDATION, INC. 821 CORPORATE DRIVE LEXINGTON, KY 40503	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
GREENWICH COUNTRY DAY SCHOOL 401 OLD CHURCH RD GREENWICH, CT 06830	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	3,000.
GULF OF MAINE RESEARCH INSTITUTE 350 COMMERCIAL ST PORTLAND, ME 04101	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	10,000.
HABITAT FOR HUMANITY IN MARYLAND/EASTON 505 KANE STREET BALTIMORE, MD 21214	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
<b>Total from continuation sheets</b>				<b>589,000.</b>

R.S. EVANS FOUNDATION  
C/O CRANE CO.

06-1480414

**Part XV. Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

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
MARIN HORIZON SCHOOL 305 MONTFORD AVENUE MILL VALLEY, CA 94941	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	3,000.
MAYO CLINIC OF ROCHESTER, MN 200 FIRST STREET SW ROCHESTER, MN 55905	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
NATIONAL PUBLIC RADIO 160 VARICK STREET NEW YORK, NY 10013	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	25,000.
NO LABELS FOUNDATION PO BOX 25429 WASHINGTON, DC 20007	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	100,000.
PEN AMERICA CENTER 588 BROADWAY #303 NEW YORK, NY 10012	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	10,000.
PUTNAM INDIAN FIELD SCHOOL 101 INDIAN FIELD RD GREENWICH, CT 06830	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	1,000.
RETT 4600 DEVITT DRIVE CINCINNATI, OH 45246	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	2,500.
SAXE PARENT TEACHER COUNCIL 468 SOUTH AVE NEW CANAAN, CT 06840	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	1,500.
SEGS4VETS 500 FOX RIDGE ROAD SAINT LOUIS, MO 63131	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
Total from continuation sheets				

R.S. EVANS FOUNDATION  
C/O CRANE CO.

06-1480414

**Part XV. Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

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
STAMFORD HOSPITAL 30 SHELBURNE RD STAMFORD, CT 06904	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	50,000.
ST. LAWRENCE UNIVERSITY 23 ROMODA DRIVE CANTON, NY 13617	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	500.
ST. PAUL'S SCHOOL 115 COLLEGE DRIVE LAWRENCEVILLE, VA 23868	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	1,000.
SUFFIELD ACADEMY 185 NORTH MAIN STREET SUFFIELD, CT 06078	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
TAFT SCHOOL 100 WOODBURY RD WATERTOWN, CT 06795	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	9,000.
THOROUGHbred RETIREMENT FOUNDATION, INC. 10 LAKE AVE SARATOGA SPRINGS, NY 12866	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	50,000.
TRINITY COLLEGE 300 SUMMIT ST HARTFORD, CT 06106	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	3,000.
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA, PA 19104	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
UNIVERSITY OF VIRGINIA JEFFERSON SCHOLARSHIP 112 CLARKE COURT CHARLOTTESVILLE, VA 22903	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	5,000.
WORLD WILDLIFE FUND 1250 24TH STREET, NW - PO BOX 97180 WASHINGTON, DC 20037	NONE	SEC. 501(C)(3) ORG.	GENERAL OPERATING PURPOSE	10,000.
Total from continuation sheets				

06-1480414

**3 Grants and Contributions Paid During the Year (Continuation)****Total from continuation sheets**

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST #03-00398	100,023.	0.	100,023.	100,023.	0.
NORTHERN TRUST #03-01451	950.	0.	950.	950.	0.
TO PART I, LINE 4	100,973.	0.	100,973.	100,973.	0.

FORM 990-PF		OTHER INCOME		STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
AXIOM INTRNTL MICROCAP FUND LP K-1	111,712.	111,712.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	111,712.	111,712.	0.	

FORM 990-PF		ACCOUNTING FEES		STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP	15,000.	0.	0.	15,000.
TO FORM 990-PF, PG 1, LN 16B	15,000.	0.	0.	15,000.

FORM 990-PF		TAXES		STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	1,146.	1,146.	0.	0.
TO FORM 990-PF, PG 1, LN 18	1,146.	1,146.	0.	0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	25,784.	25,784.	0.	0.
OTHER EXPENSES	4,692.	4,692.	0.	0.
TO FORM 990-PF, PG 1, LN 23	30,476.	30,476.	0.	0.

## FORM 990-PF

## CORPORATE STOCK

## STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3M CO	2,381.	2,500.
ABBOTT LABORATORIES	1,398.	1,383.
ABBVIE INC	2,318.	2,505.
ACCENTURE	1,669.	1,640.
ACTIVISION	647.	578.
ADOBE SYS INC	1,380.	1,338.
ADVANCE AUTO PTS INC	519.	507.
ADVANSIX INC	304.	1,860.
AES CORP	202.	198.
AETNA INC	1,010.	1,116.
AFLAC INC	689.	696.
AGILENT TECHNOLOGIES INC	404.	411.
AIR PRODUCTS AND CHEMICALS, INC	847.	868.
AKAMAI TECHNOLOGIES INC	200.	199.
ALASKA AIR GROUP INC	211.	266.
ALBEMARLE CORP	250.	259.
ALEXION PHARMACEUTICALS INC	733.	734.
ALLEGION PLC	191.	192.
ALLERGAN PLC	1,924.	2,100.
ALLIANT ENERGY CORP	296.	303.
ALLSTATE CORP	688.	743.
ALPHABET INC CL A	6,355.	6,340.
ALPHABET INC CL C	6,204.	6,175.
ALTRIA GROUP INC	2,998.	3,139.
AMAZON COM INC	7,610.	7,499.
AMC NETWORKS INC CL A	0.	31,404.
AMEREN CORP	301.	315.
AMERICAN AIRLINES INC	510.	560.
AMERICAN ELECTRIC POWER CO	687.	693.
AMERICAN EXPRESS	73,277.	200,016.
AMERICAN EXPRESS CO	1,216.	1,333.
AMERICAN INTERNATIONAL GROUP INC	1,388.	1,502.
AMERICAN TOWER CORP	1,216.	1,168.
AMERICAN WTR WKS CO INC	216.	217.
AMERICSOURCEBERGEN CORP	217.	235.
AMERIPRISE FINL INC	263.	333.
AMETEK INC	282.	292.
AMGEN INC	2,526.	2,632.
AMPHENOL CORP	593.	606.
ANADARKO PETROLEUM CORP	874.	976.
ANALOG DEVICES, INC	603.	654.
ANTHEM INC	718.	863.
AON PLC	775.	781.
APACHE CORP	591.	635.
APARTMENT INVT & MGMT CO	261.	273.
APPLE INC	14,480.	15,057.
APPLIED MATERIALS, INC	811.	871.
ARCHER DANIELS MIDLAND CO	13,345.	22,825.
ARCHER DANIELS MIDLAND CO	607.	593.
ARCONIC INC	226.	204.
ASSURANT INC	277.	279.
AT&T INC	5,650.	6,294.

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AT&T INC COM (FKA DIRECTV)	15,461.	102,072.
AUTODESK INC	440.	444.
AUTOMATIC DATA PROCESSING INC	921.	1,032.
AUTOZONE INC	796.	790.
AVALONBAY CMNTYS REIT	515.	535.
AVERY DENNISON CORP	212.	211.
B/E AEROSPACE INC	0.	0.
BAKER HUGHES INC	594.	650.
BALL CORP	229.	225.
BANK NEW YORK MELLON CORP	41,902.	71,070.
BANK NEW YORK MELLON CORP	1,065.	1,137.
BANK OF AMERICA CORP	4,511.	5,348.
BAXTER INTL INC	558.	533.
BB&T CORP	875.	987.
BECTON, DICKINSON AND CO	1,027.	993.
BED BATH & BEYOND INC	118.	122.
BERKSHIRE HATHAWAY	6,928.	7,497.
BEST BUY, INC	297.	299.
BIGLARI HOLDINGS INC	73,943.	113,568.
BIOGEN INC	1,681.	1,701.
BLACKROCK INC	1,037.	1,142.
BLOCK, H & R INC	89.	93.
BOEING CO	2,013.	2,180.
BORG WARNER INC	221.	237.
BOSTON PPTYS INC	342.	379.
BOSTON SCIENTIFIC CORP	794.	800.
BOULDER BRANDS INC	0.	0.
BOYD GAMING CORP	8,598.	40,340.
BRISTOL MYERS SQUIBB CO	2,239.	2,454.
BROADCOM LIMITED COM	1,748.	1,768.
BROCADE COMMUNICATIONS SYS	49,588.	50,180.
BROWN-FORMAN INC	273.	271.
C H ROBINSON WORLDWIDE INC	206.	220.
C R BARD	662.	674.
CA INC	184.	191.
CABOT OIL & GAS CORP	229.	257.
CAMPBELL SOUP CO	337.	363.
CAPITAL ONE FINL CORP	942.	1,047.
CARDINAL HEALTH INC	611.	652.
CARMAX INC	149.	193.
CARNIVAL CORP	496.	521.
CATERPILLAR INC	1,289.	1,391.
CBRE GROUP INC CL A CL A	253.	283.
CBS CORP CL	43,854.	191,400.
CBS CORP NEW CL B	587.	637.
CELGENE CORP COM	2,041.	2,199.
CENTENE CORP	354.	339.
CENTERPOINT ENERGY INC	304.	320.
CENTURYLINK INC	329.	333.
CERNER CORP	315.	284.
CF INDS HLDGS INC	182.	220.
CHARTER COMMUNICATIONS INC NEW CL A CL A	1,616.	1,728.
CHEMED CORP	10,612.	96,246.
CHEMTURA CORP	0.	0.
CHESAPEAKE ENERGY CORP	232.	232.
CHEVRON CORP	5,014.	5,414.
CHUBB LTD	1,529.	1,593.
CHURCH & DWIGHT INC	312.	309.



CIGNA CORPORATION	888.	934.
CIMAREX ENERGY CO	412.	407.
CINCINNATI FINANCIAL CORP	205.	228.
CINCINNATTI BELL INC	27,310.	44,700.
CINTAS CORP	360.	347.
CISCO SYSTEMS INC	3,522.	3,506.
CITIGROUP INC	3,530.	4,041.
CITIZENSFINL GROUP INC	343.	428.
CITRIX SYS INC	250.	268.
CLOROX CO	340.	360.
CME GROUP INC	901.	949.
CMS ENERGY CORP	246.	250.
COACH INC	215.	211.
COCA COLA CO	3,843.	3,814.
COCA COLA CO COM	54,615.	82,920.
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	741.	784.
COLGATE-PALMOLIVE CO	1,382.	1,309.
COMCAST CORP NEW - CL A	3,620.	3,952.
COMERICA, INC	152.	205.
COMMERCEHUB INC COM SER A	317.	1,036.
COMMERCEHUB INC COM SER C	635.	2,074.
CONAGRA BRANDS INC	405.	435.
CONCHO RES INC	380.	398.
CONOCOPHILLIPS	1,416.	1,554.
CONSOLIDATED EDISON INC	443.	442.
CONSTELLATION BRANDS INC CLA CL A	480.	460.
CORNING INC	528.	558.
COSTCO WHOLESALE CORP	1,645.	1,761.
COTY INC COM CL A	233.	201.
CROWN CASTLE INTL CORP	784.	781.
CSRA INC	77.	96.
CSX CORP	686.	755.
CUMMINS INC	373.	410.
CVS HEALTH CORP	2,097.	2,052.
D R HORTON INC	225.	219.
DANAHER CORP	1,161.	1,170.
DANONE SPONSORED ADR	58,861.	69,190.
DARDEN RESTAURANTS INC	192.	218.
DAVITA INC	175.	193.
DEERE & CO	745.	829.
DELPHI AUTOMOTIVE PLC	475.	471.
DELTA AIR LINES INC	878.	935.
DENTSPLY INTL INC	16,368.	46,246.
DENTSPLY SIRONA INC	361.	346.
DEVON ENERGY CORP	506.	548.
DIEBOLD INC COM	88,716.	75,450.
DIGITAL RLTY TR INC	273.	298.
DISCOVER FINL SVCS	682.	793.
DISCOVERY COMMUNICATIONS INC	154.	164.
DISCOVERY COMMUNICATIONS INC CL A	3,751.	13,705.
DISCOVERY COMMUNICATIONS INC CL C	158.	161.
DISCOVERY COMMUNICATIONS INC CL C	8,823.	40,170.
DISH NETWORK CORP CL A	37,843.	173,790.
DOLLAR GEN CORP	437.	446.
DOLLAR TREE INC	479.	463.
DOMINION RES INC	1,188.	1,225.
DOVER CORP	199.	225.
DOW CHEMICAL CO	1,424.	1,500.

DR PEPPER SNAPPLE GROUP INC	532.	546.
DR PEPPER SNAPPLE GROUP INC	16,327.	91,200.
DTE ENERGY CO	569.	594.
DU PONT E I DE NEMOURS & CO	1,553.	1,615.
DUKE ENERGY CORP	1,234.	1,242.
E TRADE FINL CORP	244.	277.
EASTMAN CHEMICAL CO	214.	228.
EATON CORP PLC	762.	805.
EBAY INC	774.	802.
ECHOSTAR CORPORATION	16,656.	30,834.
ECOLAB INC	666.	705.
EDGEWELL PERS CARE CO COM	21,024.	29,196.
EDISON INTL COM	635.	653.
EDWARDS LIFESCIENCES CORP	539.	562.
EL PASO ELEC CO COM NEW	20,850.	69,750.
ELECTRONIC ARTS	482.	473.
ELI LILLY & CO	1,657.	1,692.
EMERSON ELECTRIC CO	883.	948.
ENERGIZER HOLDINGS INC	5,702.	13,383.
ENTERGY CORP	212.	220.
EOG RESOURCES INC	1,451.	1,517.
EQT CORP	191.	196.
EQUIFAX INC	371.	355.
EQUINIX INC	339.	357.
EQUITY RESIDENTIAL	619.	649.
ESSEX PPTY TR REIT	664.	703.
ESTEE LAUDER COMPANIES INC CL A	472.	459.
EVERSOURCE ENERGY	481.	497.
EXELON CORP	738.	781.
EXPEDIA INC	376.	340.
EXPEDITORS INTERNATIONAL WASHINGTON INC	316.	318.
EXPRESS SCRIPTS HLDG CO	1,020.	1,032.
EXTRA SPACE STORAGE INC	215.	232.
EXXON MOBIL CORP	8,588.	9,026.
F5 NETWORKS INC	437.	434.
FACEBOOK INC CL A CL A	6,866.	6,558.
FASTENAL CO	300.	329.
FEDERAL MOGUL HOLDINGS CORP	41,522.	41,240.
FEDERAL RLTY INVT TR SH BEN INT	414.	429.
FEDEX CORP COM	1,115.	1,118.
FERRO CORP COM	2,554.	20,062.
FIDELITY NATL INFORMATION SVCS	683.	681.
FIFTH THIRD BANCORP	462.	542.
FIRSTENERGY CORP	360.	341.
FISERV INC	616.	638.
FLIR SYS INC	206.	217.
FLOWERS FOODS INC	2,447.	19,970.
FLOWERVE CORP	9,288.	115,776.
FLOWERVE CORP	125.	145.
FLUOR CORP	155.	159.
FMC CORP	157.	170.
FMC TECHNOLOGIES INC	163.	178.
FOOT LOCKER INC	199.	213.
FORD MTR CO	1,044.	1,080.
FORTIVE CORP	471.	483.
FORTUNE BRANDS HOME & SEC INC	159.	160.
FRANKLIN RES INC	325.	358.
FREEPORT-MCMORAN INC	317.	356.

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FRONTIER COMMUNICATIONS CORP	150.	162.
GALLAGHER ARTHUR J & CO	143.	156.
GAP INC	179.	159.
GARMIN LTD	142.	145.
GATX CORP	65,167.	123,960.
GENERAL DYNAMICS CORP	1,422.	1,554.
GENERAL ELECTRIC CO	6,206.	6,750.
GENERAL GROWTH PPTYS INC	350.	352.
GENERAL MILLS INC	55,169.	123,540.
GENERAL MILLS INC	990.	988.
GENERAL MOTORS CO	1,037.	1,115.
GENUINE PARTS CO	49,473.	153,916.
GENUINE PARTS CO	263.	289.
GILEAD SCIENCES INC	2,415.	2,363.
GLOBAL PMTS INC	212.	208.
GOLDMAN SACHS GROUP INC	1,785.	2,155.
GOODYEAR TIRE & RUBBER CO	167.	185.
GRIFFON CORP	62,115.	131,000.
GRUPO TELEVISIA SA DE CV SPONSORED ADR	29,597.	83,560.
HALLIBURTON CO	974.	1,082.
HANESBRANDS INC	232.	216.
HARLEY DAVIDSON	168.	175.
HARMAN INTL INDS INC	54,646.	55,580.
HARMAN INTL INDS INC	331.	333.
HARRIS CORP	283.	307.
HARRIS CORP	18,136.	20,494.
HARTFORD FINL SVCS GROUP INC	449.	479.
HASBRO INC	243.	233.
HCA HLDGS INC	446.	444.
HCP INC	347.	357.
HELMERICH & PAYNE	187.	232.
HENRY SCHEIN INC	13,235.	75,855.
HENRY SCHEIN INC	463.	455.
HERC HLDGS INC	29,467.	40,160.
HERSHEY COMPANY	300.	310.
HESS CORP	329.	374.
HEWLETT PACKARD ENTERPRISE CO	994.	1,020.
HOLOGIC INC	226.	241.
HOME DEPOT INC	3,482.	3,754.
HONEYWELL INTL INC	2,006.	2,085.
HONEYWELL INTL INC	56,728.	243,285.
HORMEL FOODS CORPORATION	213.	209.
HOST HOTELS & RESORTS INC REIT	297.	344.
HP INC	720.	716.
HUMANA INC	502.	612.
HUNT J B TRANS SVCS INC	294.	291.
HUNTINGTON BANCSHARES INC	295.	359.
ILLINOIS TOOL WKS INC	1,058.	1,108.
ILLUMINA INC	404.	384.
INGERSOLL-RAND PLC	510.	525.
INTEL CORP	3,916.	4,099.
INTERCONTINENTAL EXCHANGE INC	709.	733.
INTERNATIONAL BUSINESS MACHS CORP	3,310.	3,486.
INTERNATIONAL FLAVORS & FRAGRANCES INC	361.	355.
INTERNATIONAL PAPER CO	467.	531.
INTERPUBLIC GROUP COS INC	95,498.	117,050.
INTERPUBLIC GROUP OF COMPANIES INC	204.	211.
INTUIT	670.	688.

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INVESCO LTD	322.	334.
IRON MTN INC	192.	195.
ITT CORP	5,671.	11,571.
JACOBS ENGR GROUP INC	148.	171.
JANUS CAP GROUP INC	43,272.	53,080.
JOHNSON & JOHNSON	7,496.	7,489.
JOHNSON CTLS INTL PLC	949.	951.
JPMORGAN CHASE & CO	6,407.	7,507.
JUNIPER NETWORKS INC	260.	283.
KANSAS CITY SOUTHN	264.	256.
KELLOG CO	516.	516.
KEYCORP	454.	530.
KIMBERLY-CLARK CORP	1,024.	1,033.
KIMCO REALTY CORP	276.	280.
KINDER MORGAN INC	1,016.	1,036.
KLA-TENCOR CORP	224.	236.
KOHL'S CORP	295.	296.
KRAFT HEINZ CO	1,192.	1,222.
KROGER CO	748.	794.
L BRANDS INC	481.	461.
L-3 COMMUNICATIONS HLDG CORP	474.	456.
LABORATORY CORP AMER HLDGS	366.	385.
LAM RESH CORP	285.	318.
LAMB WESTON HLDGS INC	66.	76.
LAS VEGAS SANDS CORP	10,435.	16,023.
LEGG MASON INC	47,741.	60,260.
LEGGETT & PLATT INC	135.	148.
LENNAR CORP CL A	122.	129.
LEUCADIA NATIONAL CORP	161.	186.
LEVEL 3 COMMUNICATIONS INC	308.	338.
LIBERTY BROADBAND CL A	403.	9,058.
LIBERTY BROADBAND CL C	3,876.	24,220.
LIBERTY EXPEDIA HOLDINGS	3,591.	10,949.
LIBERTY GLOBAL PLC A	4,288.	18,354.
LIBERTY GLOBAL PLC SERIES C ORD	11,925.	53,460.
LIBERTY INTERACTIVE CORP	5,387.	15,264.
LIBERTY INTERACTIVE CORPORATION QVC	34,183.	49,950.
LIBERTY LILAC GROUP-A	819.	2,284.
LIBERTY MEDIA CORP CL A CL A	169.	3,919.
LIBERTY MEDIA CORP CL C	156.	3,916.
LIBERTY MEDIA CORP DEL COM	837.	16,960.
LIBERTY MEDIA CORP DEL COM SER A BRAVES	82.	1,025.
LIBERTY MEDIA CORP DEL COM SER A SIRIUSXM GROUP	909.	17,260.
LIBERTY MEDIA CORP DEL COM SER C BRAVES	676.	2,018.
LIBERTY TRIPADVISOR HOLDINGS INC	3,721.	5,057.
LILAC GROUP - CL C	2,350.	6,647.
LINCOLN NATIONAL CORP NO PAR	357.	398.
LINEAR TECH CORP	367.	374.
LIONS GATE ENTMT CORP	13,359.	12,485.
LKQ CORP	188.	184.
LOCKHEED MARTIN CORP	1,468.	1,500.
LOEWS CORP	250.	281.
LOWES COS INC	1,358.	1,422.
LYONDELLBASELL INDUSTRIES	737.	772.
M & T BANK CORP	365.	469.
MACERICH CO REIT	203.	213.
MACYS INC	342.	324.
MADISON SQUARE GARDEN CO NEW CL A CL A	3,294.	72,206.

MADISON SQUARE GARDEN CO/THE COM CL A	0.	25,800.
MALLINCKRODT PLC	164.	149.
MARATHON OIL CORP	305.	346.
MARATHON PETE CORP	518.	604.
MARRIOTT INTL INC	670.	744.
MARSH & MCLENNAN CO'S INC	853.	879.
MARTIN MARIETTA MATLS INC	377.	443.
MASCO CORP	304.	316.
MASTERCARD INC	2,386.	2,375.
MATTEL INC	269.	248.
MCCORMICK & CO, INC	280.	281.
MCDONALDS CORP	2,405.	2,556.
MCKESSON CORP	816.	844.
MEAD JOHNSON NUTRITION	221.	213.
MEDIA GENERAL INC	0.	0.
MEDTRONIC PLC	2,563.	2,293.
MERCK & CO INC	4,011.	3,965.
METLIFE INC	1,314.	1,401.
MICHAEL KORS HOLDINGS LTD	145.	129.
MICROCHIP TECHNOLOGY INC	376.	385.
MICRON TECHNOLOGY INC	479.	592.
MICROSOFT CORP	11,303.	11,682.
MID-AMER APT CMNTYS INC	286.	294.
MILLICOM INTL CELLULAR SA COM NEW	95,179.	59,290.
MOLSON COORS BREWING CO CL B CL B	309.	292.
MONDELEZ INTERNATIONAL INC	29,013.	66,780.
MONDELEZ INTL INC	1,566.	1,603.
MONSANTO CO	1,007.	1,052.
MONSTER BEVERAGE CORP	406.	399.
MOODYS CORP	293.	283.
MORGAN STANLEY	1,357.	1,563.
MORGAN STANLEY	48,645.	63,375.
MOSAIC CO	170.	205.
MOTOROLA SOLUTIONS INC	228.	250.
MURPHY OIL CORP	81.	93.
MYLAN	465.	496.
NASDAQ INC	194.	201.
NATIONAL FUEL GAS CO	116,869.	148,317.
NATIONAL OILWELL VARCO	312.	337.
NAVIENT CORP	235.	230.
NAVISTAR INL CORP	52,431.	78,425.
NETAPP INC	208.	212.
NETFLIX INC	1,355.	1,362.
NEWELL BRANDS INC	567.	536.
NEWFIELD EXPLORATION	253.	243.
NEWMONT MINING CORP	426.	409.
NEWMONT MINING CORP	115,887.	102,210.
NEWS CORPNEW CL A	5,334.	8,595.
NEXTERA ENERGY INC	1,450.	1,434.
NIELSEN HOLDINGS PLC	390.	378.
NIKE INC CL B CL B	1,557.	1,580.
NISOURCE INC	198.	199.
NOBLE ENERGY INC	424.	419.
NORDSTROM INC	151.	144.
NORFOLK-SOUTHERN CORP	550.	648.
NORTHERN TRUST CORP	487.	535.
NORTHERN TRUST CORP	81,588.	143,088.
NORTHROP GRUMMAN CORP	677.	698.

NUCOR CORP	346.	420.
NVIDIA CORP	1,135.	1,494.
OCCIDENTAL PETROLEUM CORP	1,299.	1,363.
OMNICOM GROUP INC	502.	513.
ONEOK INC	313.	344.
ORACLE CORPORATION	2,771.	2,730.
OREILLY AUTOMOTIVE INC	783.	835.
PACCAR INC	534.	578.
PARKER-HANIFIN CORP	362.	420.
PATTERSON COS	45,505.	82,060.
PATTERSON COS	0.	0.
PAYCHEX INC	323.	365.
PAYPAL HOLDINGS INC	1,057.	1,026.
PENTAIR	164.	168.
PEOPLES UTD FINL INC	97.	116.
PEP BOYS MANNY MOE & JACK	0.	0.
PEPSICO INC	3,707.	3,680.
PERKINELMER INC	153.	156.
PERRIGO COMPANY LIMITED	247.	250.
PFIZER INC	4,472.	4,710.
PG&E CORP	661.	673.
PHILIP MORRIS INTL	3,570.	3,517.
PHILLIPS 66	899.	951.
PINNACLE WEST CAPITAL CORP	223.	234.
PIONEER NAT RES CO	513.	540.
PNC FINANCIAL SERVICES GROUP	1,105.	1,287.
PPG INDUSTRIES INC	554.	569.
PPL CORP	580.	583.
PRAXAIR INC	715.	703.
PRICE T ROWE GROUP INC	483.	527.
PRINCIPAL FINL GROUP INC	337.	347.
PROCTER & GAMBLE	5,556.	5,465.
PROGRESSIVE CORP	494.	533.
PROLOGIS INC	598.	633.
PRUDENTIAL FINL INC	1,010.	1,145.
PUBLIC SERVICE ENTERPRISE GROUP INC	544.	570.
PUBLIC STORAGE COM	616.	671.
PULTE GROUP INC	146.	148.
PVH CORP COM	282.	271.
QORVO INC	153.	158.
QUALCOMM INC	2,489.	2,412.
QUANTA SVCS INC	191.	209.
QUEST DIAGNOSTICS INC	244.	276.
RANGE RES CORP	200.	206.
RAYTHEON CO	801.	856.
REALTY INCOME CORP	332.	346.
RED HAT INC	224.	209.
REGENERON PHARMACEUTICALS INC	336.	367.
REGIONS FINL CORP	293.	374.
REPUBLIC SVCS INC	204.	229.
REYNOLDS AMERICAN INC	1,156.	1,183.
ROBERT HALF INTL INC	150.	195.
ROCKWELL AUTOMATION	353.	403.
ROCKWELL COLLINS INC	247.	278.
ROPER TECHNOLOGIES INC	508.	549.
ROSS STORES INC	582.	590.
ROYAL CARIBBEAN CRUISES	226.	247.
RYDER SYSTEM INC	232.	223.

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RYMAN HOSPITALITY PROPERTIES REIT	71,749.	178,528.
S&P GLOBAL INC	710.	645.
SALESFORCE COM INC	1,164.	1,095.
SCANA CORP	213.	222.
SCHLUMBERGER LTD	2,658.	2,781.
SCHWAB CHARLES CORP	945.	1,105.
SCRIPPS NETWORK INTERACTIVE	61,031.	142,740.
SCRIPPS NETWORKS INTERACTIVE INC CL A	195.	214.
SEAGATE TECHNOLOGY PLC	198.	233.
SEALED AIR CORP	278.	272.
SEMPRA ENERGY INC	605.	609.
SHERWIN-WILLIAMS CO	803.	806.
SIMON PROPERTY GROUP INC	1,619.	1,599.
SJW CORP COM	4,236.	16,794.
SKYWORKS SOLUTIONS INC	456.	448.
SL GREEN RLTY CORP	288.	325.
SMUCKER J M CO	388.	384.
SONY CORP ADR NEW	78,338.	112,120.
SOUTHERN CO	1,142.	1,131.
SOUTHWEST AIRLINES CO	755.	848.
SOUTHWESTERN ENERGY CO	107.	119.
SPECTRA ENERGY CORP	16,354.	41,090.
SPECTRA ENERGY CORP	603.	616.
ST JUDE MED INC	466.	481.
STANLEY BLACK & DECKER INC	342.	344.
STAPLES INC	237.	220.
STARBUCKS CORP	1,884.	1,943.
STARZ A	0.	0.
STATE STR CORP	733.	781.
STEEL EXCEL INC	10,775.	7,590.
STERICYCLE INC	218.	231.
STRYKER CORP	1,055.	1,082.
SUN TRUST BANKS, INC	571.	658.
SYMANTEC CORP	345.	334.
SYNCHRONY FINL	670.	762.
SYSCO CORP	552.	609.
TARGET CORP	897.	939.
TE CONNECTIVITY LTD	532.	554.
TELEPHONE AND DATA SYSTEMS COM	208,808.	216,525.
TERADATA CORP	80.	82.
TESORO CORP	240.	262.
TEXAS INSTRUMENTS INC	1,593.	1,678.
TEXTRON INC	313.	340.
THE PRICELINE GROUP INC	1,438.	1,466.
THERMO FISHER CORP	1,455.	1,412.
TIFFANY & CO	219.	233.
TIME WARNER INC	65,289.	231,672.
TIME WARNER INC	1,605.	1,738.
TJX COS INC	1,172.	1,202.
TORCHMARK CORP	255.	295.
TOTAL SYS SVCS INC	146.	147.
TRACTOR SUPPLY CO	197.	227.
TRANSOCEAN LTD	145.	221.
TRAVELERS COS INC	631.	735.
TREDEGAR INDS INC COM	16,924.	28,932.
TRIPADVISOR INC	237.	232.
TWENTY FIRST CENTURY FOX	39,569.	84,120.
TWENTY-FIRST CENTURY FOX INC CL A	630.	645.

TWENTY-FIRST CENTURY FOX INC CL B	325.	327.
TYSON FOODS INC	412.	370.
UDR INC	207.	219.
ULTA SALON COSMETICS & FRAGRANCES INC	456.	510.
UNDER ARMOUR INC CL A	91.	87.
UNDER ARMOUR INC CL C	154.	151.
UNION PAC CORP	1,976.	2,177.
UNITED CONTL HLDGS INC	340.	437.
UNITED HEALTH GROUP INC	3,329.	3,681.
UNITED PARCEL SVC INC	1,755.	1,834.
UNITED RENTALS INC	217.	317.
UNITED STATES CELLULAR CORP COM	69,321.	96,184.
UNITED TECHNOLOGIES CORP	1,857.	1,973.
UNIVERSAL HEALTH SERVICES INC	326.	319.
UNUM GROUP	287.	308.
US BANCORP	1,724.	1,911.
V.F. CORP	483.	480.
VALERO ENERGY CORP	608.	683.
VARIAN MEDICAL SYSTEMS INC	267.	269.
VENTAS INC REIT	549.	563.
VERISIGN INC	239.	228.
VERISK ANALYTICS INC	247.	244.
VERIZON COMMUNICATIONS	4,858.	5,338.
VERTEX PHARMACEUTICALS INC	541.	516.
VIACOM INC	325.	317.
VIACOM INC NEW CL A	68,472.	54,180.
VISA INC	3,529.	3,433.
VORNADO RLTY TR	260.	313.
VULCAN MATERIALS CO	350.	375.
WADDELL & REED FINL INC	48,580.	39,020.
WALGREENS BOOTS ALLIANCE INC	1,642.	1,655.
WAL-MART STORES, INC	2,590.	2,569.
WALT DISNEY CO	3,367.	3,668.
WASTE MANAGEMENT INT DEL	30,337.	56,728.
WASTE MGMT INC	724.	780.
WATERS CORP	414.	403.
WEATHERFORD INTERNATIONAL LTD	37,392.	19,960.
WEC ENERGY GROUP INC	519.	528.
WELLS FARGO & CO	5,349.	6,117.
WELLTOWER INC	515.	535.
WESTERN DIGITAL CORP	331.	411.
WESTERN UNION CO	243.	261.
WESTROCK CO	294.	305.
WEYERHAEUSER CO	526.	542.
WHIRLPOOL CORP	521.	545.
WHOLE FOODS MKT INC	267.	277.
WILLIAMS COMPANY INC	518.	561.
WILLIS TOWERS WATSON	350.	368.
WYNDHAM WORLDWIDE CORP	193.	229.
WYNN RESORTS LTD	273.	260.
XCEL ENERGY INC	526.	533.
XEROX CORP	203.	193.
XL GROUP LTD XL	213.	225.
XLINIX INC	333.	362.
XYLEM INC	292.	297.
XYLEM INC	16,994.	29,712.
YAHOO INC	796.	773.
YUM BRANDS INC	611.	633.



R.S. EVANS FOUNDATION C/O CRANE CO.

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ZIMMER BIOMET HLDGS INC	616.	620.
ZIONS BANCORP	223.	258.
ZOETIS INC	553.	589.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,373,975.	6,139,129.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AXIOM INTL MICRO CAP FUND	COST	1,195,265.	1,706,754.
AXIOM OFFSHORE OPPORTUNITY FUNDS LTD CLASS A SERIES 1	COST	1,840,000.	2,033,749.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,035,265.	3,740,503.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT S. EVANS 114 GLENWOOD DRIVE GREENWICH, CT 06830	PRESIDENT 5.00	0.	0.	0.
SUSAN C. EVANS 114 GLENWOOD DRIVE GREENWICH, CT 06830	SECRETARY 5.00	0.	0.	0.
ASHLEY REID EVANS 114 GLENWOOD DRIVE GREENWICH, CT 06830	DIRECTOR 5.00	0.	0.	0.
JONATHAN PERRY EVANS 114 GLENWOOD DRIVE GREENWICH, CT 06830	DIRECTOR 5.00	0.	0.	0.
MICHAEL ROBINSON 114 GLENWOOD DRIVE GREENWICH, CT 06830	DIRECTOR 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.