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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation THE CHARLES MITCHELL SCHOLARSHIP TRUST
R52526002

A Employer identification number 13-7105970

Number and street (or P O box number if mail is not delivered to street address) 10 S DEARBORN IL1-0117 Room/suite

B Telephone number (see instructions) 866-888-5157

City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 5,216,265.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ [X] if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	109,829.	104,741.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-10,782.			
	b	Gross sales price for all assets on line 6a 1,667,597.				
	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)	-444.			STMT 5
	12	**Total.** Add lines 1 through 11	98,603.	104,741.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	62,847.	37,708.		25,139.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule) STMT	4,344.	NONE	NONE	4,344.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT. 7	7,786.	1,479.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT. 8	3,750.			3,750.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	78,727.	39,187.	NONE	33,233.
	25	Contributions, gifts, grants paid	220,000.			220,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	298,727.	39,187.	NONE	253,233.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-200,124.			
	b	**Net investment income** (if negative, enter -0-)		65,554.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing	43,162.	48,162.	48,162.
2	Savings and temporary cash investments	457,609.	241,886.	241,886.
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 ▶ NONE			
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) STMT 9	3,298,985.	3,163,018.	3,922,846.
c	Investments - corporate bonds (attach schedule) STMT 13	478,445.	689,658.	695,419.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 14	384,375.	318,826.	307,952.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ SUNDRY)			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,662,576.	4,461,550.	5,216,265.
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	
	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	4,662,576.	4,461,550.	
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)	4,662,576.	4,461,550.	
31	Total liabilities and net assets/fund balances (see instructions)	4,662,576.	4,461,550.	

Assets: lines 1–16; Liabilities: lines 17–23; Net Assets or Fund Balances: lines 24–31

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	4,662,576.
2	Enter amount from Part I, line 27a	2	-200,124.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,462,452.
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	902.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,461,550.

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)
1 a	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	1,667,597.		1,678,379.	-10,782.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				-10,782.
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	-10,782.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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	280,884.	5,414,604.	0.051875
2014	285,013.	5,642,427.	0.050512
2013	268,994.	5,377,812.	0.050019
2012	256,697.	5,110,979.	0.050225
2011	247,396.	5,199,235.	0.047583

2	**Total** of line 1, column (d)	2	0.250214
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	0.050043
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,068,355.
5	Multiply line 4 by line 3	5	253,636.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	656.
7	Add lines 5 and 6	7	254,292.
8	Enter qualifying distributions from Part XII, line 4	8	253,233.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	1,311.
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	1,311.
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	1,311.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a — 1,508.		
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	1,508.
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	197.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 197. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JP MORGAN CHASE BANK, N.A. Telephone no. ▶ (866) 888-5157
Located at ▶ 10 S DEARBORN ST; MC; IL 1-0117, 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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	*During the year did the foundation (either directly or indirectly)*			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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 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.)*	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 2016?	4b		X

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

			Yes	No
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 [X] 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 [X] No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) [ ] Yes [X] 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 [X] 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)?	**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? [ ] 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 [X] No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
	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 [X] No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**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 (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
JP MORGAN CHASE BANK, N.A. 10 S. DEARBORN ST; MC ; IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	56,321.	-0-	-0-
RICHARD HENRY PERSHAN 1435 LEXINGTON AVE APT 5B, NEW YORK, NY 10128	CO-TRUSTEE 2	6,526.	-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		-0-	-0-	-0-

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation s four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	5,101,123.
b	Average of monthly cash balances	1b	44,415.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,145,538.
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	5,145,538.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	77,183.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,068,355.
6	**Minimum investment return.** Enter 5% of line 5	6	253,418.

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	253,418.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,311.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,311.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	252,107.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	252,107.
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	252,107.

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	253,233.
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	253,233.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	253,233.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				252,107.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			219,824.	
b Total for prior years 20 14 ,20 ___,20 ___		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . NONE				
b From 2012 . . . NONE				
c From 2013 . . . NONE				
d From 2014 . . . NONE				
e From 2015 . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 253,233.				
a Applied to 2015, but not more than line 2a			219,824.	
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 2016 distributable amount				33,409.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 *(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 2015. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				218,698.
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 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012 . . . NONE				
b Excess from 2013 . . . NONE				
c Excess from 2014 . . . NONE				
d Excess from 2015 . . . NONE				
e Excess from 2016 . . . NONE				

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 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 (a) 2016	Prior 3 years (b) 2015	(c) 2014	(d) 2013	(e) Total
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).)

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 ▶ [X] 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
a *Paid during the year*				
SEE STATEMENT 31				220,000.
Total . . . . . . ▶ **3a**				220,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

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 (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	109,829.	
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	-10,782.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b TAX REFUND			14	1,985.	
c DEFERRED INCOME			14	-2,429.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				98,603.	

13 Total Add line 12, columns (b), (d), and (e) . . . . . 13 98,603.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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

Kristen Baxter | 05/02/2017 | ▶Vice President

Signature of officer or trustee | Date | Title

KRISTEN BAXTER

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KELLY NEUGEBAUER	Kelly Neugebauer	05/02/2017		P01285591

Firm's name ▶ DELOITTE TAX LLP — Firm's EIN ▶ 86-1065772

Firm's address ▶ 127 PUBLIC SQUARE CLEVELAND, OH 44114 — Phone no 312-486-9652

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
	17.	17.
AMG MANAGERS PICTET INTERNATIONAL FUND C	9,162.	9,162.
AQR LONG-SHORT EQUITY-R6	1,245.	1,245.
AT&T INC	413.	413.
ABBOTT LABS	107.	107.
AETNA INC NEW	62.	62.
AMERICAN INTL GROUP INC NEW	122.	122.
ANALOG DEVICES INC	38.	38.
APPLE COMPUTER INC	554.	554.
ARTISAN INTL VALUE FD-ADV	2,343.	2,343.
BBH CORE SELECT FD-N	1,186.	1,186.
BANK OF AMERICA CORPORATION	167.	167.
BLACKROCK INC	181.	181.
BRISTOL MYERS SQUIBB CO	219.	219.
CBS CORP	54.	54.
CMS ENERGY CORP	149.	149.
CABOT OIL & GAS CORP	4.	4.
CARNIVAL CORPORATION	197.	197.
CHEVRON CORP	156.	156.
CITIGROUP INC NEW	71.	71.
COCA-COLA CO	139.	139.
COLGATE PALMOLIVE CO	18.	18.
COLUMBIA PIPELINE GROUP	33.	33.
COMCAST CORP NEW CL A	115.	115.
CONOCOPHILLIPS	12.	12.
COSTCO WHSL CORP NEW	64.	64.
DEUTSCHE X-TRACKERS MSCI EAF	2,507.	2,507.
DANAHER CORP	7.	7.
DISNEY WALT CO	140.	140.
DISCOVER FINL SVCS	128.	128.
DODGE & INTERNATIONAL STOCK FUND	5,314.	5,314.
DOW CHEM CO	178.	178.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DU PONT E I DE NEMOURS & CO	36.	36.
EOG RESOURCES INC	51.	51.
EQT CORPORATION	8.	8.
EASTMAN CHEM CO	129.	129.
EQUINOX FDS TR IPM SYSTMATC I	198.	198.
FIDELITY NATL INFORMATION SVCS INC	105.	105.
GATEWAY TR GATEWAY FD CL Y*	734.	734.
GENERAL DYNAMICS CORP	25.	25.
GENERAL ELEC CO	370.	370.
GENERAL MOTORS CO	364.	364.
GILEAD SCIENCES INC	147.	147.
GOLDMAN SACHS GROUP INC	87.	87.
GOLDMAN SACHS STRAT INC-INST	778.	778.
HP INC	31.	31.
HALLIBURTON CO	10.	10.
HARMAN INTL INDS INC NEW	83.	83.
HARTFORD FINL SVCS GROUP INC	101.	101.
HOME DEPOT INC	324.	324.
HONEYWELL INTL INC	370.	370.
HUMANA INC	36.	36.
ISHARES MISCI EAFE INDEX FUND	10,299.	10,299.
ISHARES TR RUSSELL MIDCAP INDEX FD	2,505.	2,505.
JPM GLBL RES ENH INDEX FD - SEL	13,281.	13,281.
JPM GLBL BD OPP FD - CL I FUND 3294	999.	999.
JOHNSON CTLS INC	75.	75.
JPMORGAN TRUST INTERM TAX FREE BOND INST	1,627.	95.
JPMORGAN INTERNATIONAL VALUE FUND	157.	157.
JPM SH-INT MUNI BOND FD - INSTL FUND 360	2,800.	306.
KEYCORP NEW	84.	84.
KIMBERLY CLARK CORP	138.	138.
THE KRAFT HEINZ CO	26.	5.
L-3 COMMUNICATIONS HLDGS INC	65.	65.
LAM RESEARCH CORPORATION COMMON	154.	154.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LENNOX INTL INC	70.	70.
LILLY ELI & CO	202.	202.
LOWES COS INC	225.	225.
MARSH & MCLENNAN COS INC	177.	177.
MARTIN MARIETTA MATLS INC	50.	50.
MASCO CORP	79.	79.
MASTERCARD INC - CLASS A	103.	103.
MCKESSON HBOC INC	20.	20.
MERCK & CO INC	110.	110.
METLIFE INC	235.	235.
METROPOLITAN WEST TOTAL RETURN BD I*	3,425.	3,425.
MICROSOFT CORP	711.	711.
MOLSON COORS BREWING CO	133.	133.
MONDELEZ INTERNATIONAL-W/I	207.	29.
MORGAN STANLEY DEAN WITTER & CO NEW	305.	305.
NEUBERGER BERMAN MULTI CAP	1,668.	1,668.
NEXTERA ENERGY INC	26.	26.
NISOURCE INC	156.	156.
NORTHROP GRUMMAN CORP	14.	14.
OCCIDENTAL PETE CORP	741.	741.
PIMCO FDS PAC INVT MGMT SER HIGH YLD FD	4,573.	4,573.
PPG INDS INC	68.	68.
PACCAR INC	212.	212.
PEPSICO INC	355.	355.
PFIZER INC	348.	348.
PIMCO UNCONSTRAINED BOND-P	787.	535.
PIMCO UNCONSTRAINED BD FD INSTL CL*	958.	958.
PIMCO HIGH YIELD FD-P	4,720.	4,672.
PIONEER NAT RES CO	4.	4.
PROCTER & GAMBLE CO	226.	226.
T ROWE PR EMERG MKTS BND	2,371.	2,093.
SPDR TR UNIT SER 1	17,021.	17,021.
SCHLUMBERGER LTD	228.	228.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SCHWAB CHARLES CORP NEW	31.	31.
STANLEY BLACK & DECKER INC	191.	191.
JPMORGAN INSTL TAX FREE MMKT SWEEP	380.	95.
TJX COS INC NEW	68.	68.
TEXAS INSTRS INC	164.	164.
TIME WARNER INC	270.	270.
TRANSCANADA CORP	38.	38.
TWENTY-FIRST CENTURY FOX-A	72.	72.
UNION PAC CORP	100.	100.
UNITED TECHNOLOGIES CORP	114.	114.
UNITEDHEALTH GROUP INC	278.	278.
VALERO REFNG & MARKETING CO	20.	20.
VANGUARD FXD INCM INTER-TERM FD ADM*	2,965.	2,965.
VANGUARD EUROPEAN ETF	1,299.	1,299.
VISA INC CLASS A SHARES	46.	46.
WASTE CONNECTIONS INC	17.	17.
WELLS FARGO & CO NEW	492.	492.
YUM BRANDS INC	86.	86.
ALLEGION PLC	36.	36.
ACCENTURE PLC	176.	176.
JOHNSON CONTROLS INTERNATIONAL PLC	546.	546.
ACE LTD NEW	58.	58.
CHUBB LTD	188.	188.
TE CONNECTIVITY LTD	55.	55.
BROADCOM LTD	312.	312.
TOTAL	109,829.	104,741.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
TAX REFUND	1,985.
DEFERRED INCOME	-2,429.
TOTALS	-444.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	4,344.			4,344.
TOTALS	4,344.	NONE	NONE	4,344.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	62.	62.
FEDERAL TAX PAYMENT - PRIOR YE	6,307.	
FOREIGN TAXES ON QUALIFIED FOR	1,246.	1,246.
FOREIGN TAXES ON NONQUALIFIED	171.	171.
TOTALS	7,786.	1,479.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ATTORNEY GENERAL FEE	250.	250.
OTHER EXPENSES	3,500.	3,500.
TOTALS	3,750.	3,750.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
2824100 ABBOTT LABORATORIES	3,729.	3,342.
15351109 ALEXION PHARMACEUTICA	5,423.	4,649.
23135106 AMAZON.COM INC	9,011.	17,247.
26874784 AMERICAN INTERNATIONA	7,308.	8,425.
32511107 ANADARKO PETROLEUM CO	3,343.	3,277.
32654105 ANALOG DEVICES INC	5,746.	6,536.
37833100 APPLE INC	4,120.	26,870.
60505104 BANK OF AMERICA CORP	6,220.	13,371.
64058100 BANK OF NEW YORK MELL	3,768.	4,075.
101137107 BOSTON SCIENTIFIC CO	8,076.	8,003.
110122108 BRISTOL-MYERS SQUIBB	4,740.	7,071.
115233579 BROWN ADV JAPAN ALPH	94,442.	85,081.
125896100 CMS ENERGY CORP	4,029.	4,828.
143658300 CARNIVAL CORP	4,739.	4,737.
151020104 CELGENE CORP	3,003.	6,714.
172967424 CITIGROUP INC	5,334.	9,271.
254687106 WALT DISNEY CO/THE	13,378.	14,278.
254709108 DISCOVER FINANCIAL S	5,786.	7,642.
256206103 DODGE & COX INTL STO	206,924.	228,449.
260543103 DOW CHEMICAL CO/THE	6,108.	6,580.
277432100 EASTMAN CHEMICAL CO	4,964.	5,791.
369550108 GENERAL DYNAMICS COR	4,714.	5,352.
369604103 GENERAL ELECTRIC CO	12,426.	14,568.
375558103 GILEAD SCIENCES INC	4,852.	3,652.
416515104 HARTFORD FINANCIAL S	5,384.	6,909.
437076102 HOME DEPOT INC	5,158.	15,017.
438516106 HONEYWELL INTERNATIO	7,884.	16,798.
444859102 HUMANA INC	1,331.	3,877.
452327109 ILLUMINA INC	3,892.	2,817.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
464287465 ISHARES MSCI EAFE IN	424,832.	424,951.
464287499 ISHARES RUSSELL MIDC	67,963.	145,771.
493267108 KEYCORP	3,449.	5,755.
494368103 KIMBERLY-CLARK CORP	2,520.	2,282.
500754106 THE KRAFT HEINZ CO	5,270.	5,501.
512807108 LAM RESEARCH CORP	1,588.	4,018.
526107107 LENNOX INTERNATIONAL	4,285.	5,361.
532457108 ELI LILLY & CO	9,564.	8,826.
548661107 LOWE'S COS INC	2,670.	9,530.
571748102 MARSH & MCLENNAN COS	2,624.	4,055.
573284106 MARTIN MARIETTA MATE	4,854.	6,424.
574599106 MASCO CORP	2,282.	6,166.
594918104 MICROSOFT CORP	12,560.	28,833.
609207105 MONDELEZ INTERNATION	7,418.	10,994.
617446448 MORGAN STANLEY	10,873.	17,745.
666807102 NORTHROP GRUMMAN COR	3,379.	3,721.
674599105 OCCIDENTAL PETROLEUM	12,061.	11,682.
693506107 PPG INDUSTRIES INC	4,384.	4,264.
713448108 PEPSICO INC	9,458.	10,254.
717081103 PFIZER INC	12,616.	11,953.
723787107 PIONEER NATURAL RESO	8,688.	10,984.
742718109 PROCTER & GAMBLE CO/	3,871.	6,138.
806857108 SCHLUMBERGER LTD	4,373.	4,785.
808513105 SCHWAB (CHARLES) COR	3,964.	5,526.
854502101 STANLEY BLACK & DECK	7,851.	9,290.
872540109 TJX COMPANIES INC	7,873.	8,940.
872590104 T-MOBILE US INC	2,576.	3,681.
882508104 TEXAS INSTRUMENTS IN	6,639.	9,121.
887317303 TIME WARNER INC	664.	4,151.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
907818108 UNION PACIFIC CORP	3,827.	4,355.
910047109 UNITED CONTINENTAL H	3,714.	6,851.
949746101 WELLS FARGO & CO	4,987.	15,706.
988498101 YUM! BRANDS INC	3,173.	3,610.
00170K745 AMG TIMESSQUARE MID	44,751.	65,378.
00171A530 AMG MANAGERS PICTET	228,774.	244,324.
00206R102 AT&T INC	7,000.	8,634.
00724F101 ADOBE SYSTEMS INC	2,520.	7,412.
00817Y108 AETNA INC	6,032.	7,317.
00846U101 AGILENT TECHNOLOGIES	3,046.	3,053.
02079K107 ALPHABET INC/CA-CL C	11,384.	20,839.
02079K305 ALPHABET INC/CA-CL A	6,378.	10,302.
04314H667 ARTISAN INTL VALUE F	155,765.	194,612.
05528X604 BBH CORE SELECT FD-N	141,973.	179,942.
09062X103 BIOGEN INC	2,091.	5,104.
09247X101 BLACKROCK INC	6,411.	7,230.
16119P108 CHARTER COMMUNICATIO	7,600.	9,213.
20030N101 COMCAST CORP-CLASS A	1,614.	6,491.
20605P101 CONCHO RESOURCES INC	3,716.	4,111.
22160K105 COSTCO WHOLESALE COR	4,471.	5,604.
25470M109 DISH NETWORK CORP-A	4,560.	5,330.
26875P101 EOG RESOURCES INC	12,861.	15,772.
26884L109 EQT CORP	5,237.	4,774.
30303M102 FACEBOOK INC-A	9,500.	14,496.
31620M106 FIDELITY NATIONAL IN	6,071.	7,261.
37045V100 GENERAL MOTORS CO	6,591.	8,013.
38141G104 GOLDMAN SACHS GROUP	4,801.	7,662.
46637K513 JPM GLBL RES ENH IND	457,023.	516,839.
57636Q104 MASTERCARD INC-CLASS	4,570.	13,319.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
58933Y105 MERCK & CO. INC.	7,261.	6,770.
59156R108 METLIFE INC	4,198.	7,598.
60871R209 MOLSON COORS BREWING	6,095.	7,687.
64122Q309 NEUBERGER BER MU/C O	115,821.	187,965.
65339F101 NEXTERA ENERGY INC	3,757.	3,584.
65473P105 NISOURCE INC	3,235.	5,092.
67103H107 O'REILLY AUTOMOTIVE	4,020.	4,176.
78462F103 SPDR S&P 500 ETF TRU	664,069.	838,238.
78486Q101 SVB FINANCIAL GROUP	3,771.	5,150.
89353D107 TRANSCANADA CORP	6,441.	6,502.
90130A101 TWENTY-FIRST CENTURY	5,635.	5,047.
91324P102 UNITEDHEALTH GROUP I	7,751.	20,485.
92532F100 VERTEX PHARMACEUTICA	4,274.	4,347.
92826C839 VISA INC-CLASS A SHA	5,758.	5,852.
94106B101 WASTE CONNECTIONS IN	4,692.	4,873.
96208T104 WEX INC	3,801.	4,576.
98138H101 WORKDAY INC-CLASS A	2,641.	2,115.
G0176J109 ALLEGION PLC	4,972.	4,864.
G0177J108 ALLERGAN PLC	15,610.	12,811.
G1151C101 ACCENTURE PLC-CL A	5,992.	8,433.
G51502105 JOHNSON CONTROLS INT	5,097.	4,407.
H1467J104 CHUBB LTD	6,387.	12,816.
Y09827109 BROADCOM LTD	4,318.	19,975.
TOTALS	3,163,018.	3,922,846.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
592905509 METROPOLITAN WEST FD	109,352.	107,114.
693390841 PIMCO FD PAC INV MGM	201,572.	215,991.
922031810 VANGUARD INTM TRM IN	97,688.	96,784.
4812A0458 JPM INTERM TAX FREE	53,142.	51,646.
4812C2395 JPM SH INT MUNI BD F	122,618.	121,111.
77956H872 T ROWE PR EMERG MKTS	105,286.	102,773.
TOTALS	689,658.	695,419.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
00191K500 AQR LONG-SHORT EQUIT	C	51,504.	52,548.
12628J881 CRM LONG/SHORT OPPOR	C	51,504.	50,989.
29446A710 EQUINOX FDS TR IPM S	C	52,049.	49,404.
29446A819 EQUINOX CAMPBELL STR	C	54,424.	47,762.
72201M487 PIMCO UNCONSTRAINED	C	109,345.	107,249.
TOTALS		318,826.	307,952.

RECIPIENT NAME:
ALFRED UNIVERSITY
ADDRESS:
1 SAXON DRIVE
ALFRED, NY 14802
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
UNIVERSITY OF WYOMING
ADDRESS:
1000 E UNIVERSITY AVE
LARAMIE, WY 82071
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
GEORGIA STATE UNIVERSITY
ADDRESS:
33 GILMER ST SE
ATLANTA, GA 30303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
UNIVERSITY OF VIRGINIA
ADDRESS:
1215 LEE ST
CHARLOTTESVILLE, VA 22902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
UNIVERSITY OF MASSACHUSETTS MEDICAL
SCHOOL
ADDRESS:
55 LAKE AVE N
WORCESTER, MA 01655
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
SUNY PURCHASE
ADDRESS:
735 ANDERSON HILL ROAD, PURCHASE,
HARRISON, NY 10577
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
WASHINGTON COLLEGE
ADDRESS:
300 WASHINGTON AVE
CHESTERTOWN, MD 21620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
INDIANA UNIVERSITY BLOOMINGTON
ADDRESS:
107 SOUTH INDIANA AVE
BLOOMINGTON, IN 47405
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,500.

RECIPIENT NAME:
UNIVERSITY OF IOWA
ADDRESS:
207 BURLINGTON ST W, IOWA CITY
IOWA CITY, IA 52242
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
THOMAS JEFFERSON UNIVERSITY
ADDRESS:
1020 WALNUT STREET
PHILADELPHIA, PA 19107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
MIDDLEBURY COLLEGE
ADDRESS:
9 OLD CHAPEL ROAD
MIDDLEBURY, VT 05753
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
VIRGINIA TECH
ADDRESS:
222 BURRUSS HALL
BLACKSBURG, VA 24061
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
LAFAYETTE COLLEGE
ADDRESS:
730 HIGH STREET
EASTON, PA 18042
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
PRINCIPIA COLLEGE
ADDRESS:
1 MAYBECK PL,
ELSAH, IL 62028
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
POINT LOMA NAZARENE UNIVERSITY
ADDRESS:
3900 LOMALAND DR
SAN DIEGO, CA 92106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TEXAS TECH UNIVERSITY
ADDRESS:
2500 BROADWAY
LUBBOCK, TX 79409
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
KANSAS STATE UNIVERSITY
ADDRESS:
119 ANDERSON HALL
MANHATTAN, KS 66506
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
MISSISSIPPI COLLEGE
ADDRESS:
200 SOUTH CAPITOL STREET
CLINTON, MS 39058
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
NORTHWESTERN UNIVERSITY
ADDRESS:
633 CLARK ST,
EVANSTON, IL 60208
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
ARIZONA STATE UNIVERSITY
ADDRESS:
411 N. CENTRAL AVENUE
PHOENIX, AZ 85004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
FURMAN UNIVERSITY
ADDRESS:
3300 POINSETT HIGHWAY
GREENVILLE, SC 29613
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,000.

RECIPIENT NAME:
QUINNIPIAC UNIVERSITY
ADDRESS:
275 MT CARMEL AVE
HAMDEN, CT 06518
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
VANGUARD UNIVERSITY
ADDRESS:
55 FAIR DR, COSTA MESA
COSTA MESA, CA 92626
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
BERRY COLLEGE
ADDRESS:
2277 MARTHA BERRY HWY NW
MOUNT BERRY, GA 30149
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ROSE-HULMAN INSTITUTE OF TECHNOLOGY
ADDRESS:
5500 WABASH AVE
TERRE HAUTE, IN 47803
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
OHIO NORTHERN UNIVERSITY
ADDRESS:
525 SOUTH MAIN STREET
ADA, OH 45810
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
BAPTIST COLLEGE OF FLORIDA
ADDRESS:
5400 COLLEGE DR
GRACEVILLE, FL 32440
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
UNIVERSITY OF NORTH CAROLINA
ADDRESS:
103 SOUTH BUILDING
CHAPEL HILL, NC 27599
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
FORT HAYS STATE UNIVERSITY
ADDRESS:
600 PARK ST
HAYS, KS 67601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
IOWA STATE UNIVERSITY
ADDRESS:
1750 BEARDSHEAR HALL
AMES, IA 50011
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
UNIVERSITY OF CONNECTICUT
ADDRESS:
352 MANSFIELD ROAD
MANSFIELD, CT 06269
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
DELTA STATE UNIVERSITY
ADDRESS:
HIGHWAY 8 WEST
CLEVELAND, MS 38733
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
NORTHERN ARIZONA UNIVERSITY
ADDRESS:
S SAN FRANCISCO ST
FLAGSTAFF, AZ 86011
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
BATES COLLEGE
ADDRESS:
2 ANDREWS ROAD
LEWISTON, ME 04240
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
UNIVERSITY OF GEORGIA
ADDRESS:
THE ADMINISTRATION BUILDING
ATHENS, GA 30602
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
LEHIGH UNIVERSITY
ADDRESS:
27 MEMORIAL DR W
BETHLEHEM, PA 18015
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
UNIVERSITY OF TENNESSEE AT CHATTANOOGA
ADDRESS:
615 MCCALLIE AVE
CHATTANOOGA, TN 37403
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
PAUL SMITH'S COLLEGE
ADDRESS:
7833 NEW YORK 30
PAUL SMITHS, NY 12970
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
LOUISIANA TECH UNIVERSITY
ADDRESS:
305 WISTERIA STREET
RUSTON, LA 71272
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME:
NEW YORK UNIVERSITY
ADDRESS:
70 WASHINGTON SQ SOUTH
NEW YORK CITY, NY 10012
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
DUKE UNIVERSITY
ADDRESS:
103 ALLEN BUILDING
DURHAM, NC 27708
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
OLD DOMINION UNIVERSITY
ADDRESS:
5115 HAMPTON BOULEVARD
Norfolk, VA 23529
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
COLLEGE OF THE HOLY CROSS
ADDRESS:
COLLEGE OF THE HOLY CROSS, 1 COLLEG
WORCESTER, MA 01610
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 7,000.

RECIPIENT NAME:
VANDERBILT UNIVERSITY
ADDRESS:
2201 WEST END AVE
NASHVILLE, TN 37235
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
UNIVERSITY OF AKRON
ADDRESS:
150 UNIVERSITY AVE, AKRON
AKRON, OH 44325
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
UNIVERSITY OF NORTH CAROLINA
WILMINGTON
ADDRESS:
601 S COLLEGE RD
WILMINGTON, NC 28403
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
UNIVERSITY OF TENNESSEE
ADDRESS:
143 BOSTWICK AVE NE
KNOXVILLE, TN 37996
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
UNIVERSITY OF PENNSYLVANIA
ADDRESS:
3400 SPRUCE ST FL 5R
PHILADELPHIA, PA 19104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 8,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
UNIVERSITY OF MICHIGAN
ADDRESS:
VIA ANTONIO GRAMSCI 460, SESTO FIOR
ANN ARBOR, MI 48109
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
UNIVERSITY OF PITTSBURGH
ADDRESS:
4200 FIFTH AVE
PITTSBURGH, PA 15260
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

TOTAL GRANTS PAID: 220,000.