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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

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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**, and ending**

Name of foundation BOYS GIRLS CLUB		A Employer identification number 23-7414898
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (888) 730-4933
Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117		
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101		
Foreign country name	Foreign province/state/county	Foreign postal code
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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		
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		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 106,448	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
C If exemption application is pending, check here <input type="checkbox"/>		
D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>		
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>		
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) (see instructions))

	(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 <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	2,037	1,963		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	485			
b Gross sales price for all assets on line 6a	53,072			
7 Capital gain net income (from Part IV, line 2)		485		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	2,522	2,448	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	324	243		81
14 Other employee salaries and wages				
15 Pension plans; employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,089			1,089
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	19	19		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	1,432	262	0	1,170
25 Contributions, gifts, grants paid	7,742			7,742
26 Total expenses and disbursements. Add lines 24 and 25	9,174	262	0	8,912
27 Subtract line 26 from line 12	-6,652			
a Excess of revenue over expenses and disbursements		2,186		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see Instructions.

Form **990-PF** (2016)

HTA

14

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	4,345	4,887	4,887
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	108,713	101,523	101,561	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	113,058	106,410	106,448	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	113,058	106,410	
	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)	113,058	106,410	
31 Total liabilities and net assets/fund balances (see instructions)	113,058	106,410		

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	113,058
2 Enter amount from Part I, line 27a	2	-6,652
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	143
4 Add lines 1, 2, and 3	4	106,549
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	139
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	106,410

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	485
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	0

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	7,053	116,425	0.060580
2014	7,324	122,697	0.059692
2013	6,143	119,506	0.051403
2012	5,942	115,565	0.051417
2011	6,201	119,251	0.052000
2 Total of line 1, column (d)			2 0.275092
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 0.055018
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 108,844
5 Multiply line 4 by line 3			5 5,988
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 22
7 Add lines 5 and 6			7 6,010
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 8,912

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		22
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		22
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		22
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a		18
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		18
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		4
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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?	N/A	
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 type="checkbox"/> AL		
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)

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	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N.A. Telephone no ► 888-730-4933 Located at ► 100 N Main St MAC D4001-117 Winston Salem NC ZIP+4 ► 27101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 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 ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b	N/A	
6b		X
7b	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	324		

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	NONE	
2		
3		
4		

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

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

Amount

1	NONE	
2		
All other program-related investments. See instructions.		
3	NONE	
Total. Add lines 1 through 3		0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	104,949
b	Average of monthly cash balances	1b	5,553
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	110,502
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	110,502
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	1,658
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	108,844
6	Minimum investment return. Enter 5% of line 5	6	5,442

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	5,442
2a	Tax on investment income for 2016 from Part VI, line 5	2a	22
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	22
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,420
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,420
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,420

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	8,912
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	8,912
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	22
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,890

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				5,420
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0	
b Total for prior years 20____ 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011	312			
b From 2012				
c From 2013	276			
d From 2014	1,463			
e From 2015	1,268			
f Total of lines 3a through e	3,319			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>8,912</u>				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				5,420
e Remaining amount distributed out of corpus	3,492			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	6,811			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	312			
9 Excess distributions carryover to 2017 . Subtract lines 7 and 8 from line 6a	6,499			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013	276			
c Excess from 2014	1,463			
d Excess from 2015	1,268			
e Excess from 2016	3,492			

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2016	(b) 2015	(c) 2014	(d) 2013	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

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

Recipient 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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	7,742
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	2,037	
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	485	
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		2,522	0
13	Total. Add line 12, columns (b), (d), and (e)				13 2,522	







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

[illegible]

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?

- | | |
|--|----|
| (1) Cash | \$ |
| (2) Other assets | \$ |
| Other transactions | \$ |
| (1) Sales of assets to a noncharitable exempt organization | |
| (2) Purchases of assets from a noncharitable exempt organization | |
| (3) Rental of facilities, equipment, or other assets | |
| (4) Reimbursement arrangements | |
| (5) Loans or loan guarantees | |
| (6) Performance of services or membership or fundraising solicitations | |

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.

	Yes	No
		
1a(1)		X
1a(2)		X
		
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]☐ Yes ☒ No

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

Q.1) Name the following	Q.2) Name the following	Q.3) Name the following	Q.4) Name the following
1. A group of people who live in a particular area	2. A group of people who live in a particular area	3. A group of people who live in a particular area	4. A group of people who live in a particular area
2. A group of people who live in a particular area	3. A group of people who live in a particular area	4. A group of people who live in a particular area	5. A group of people who live in a particular area
3. A group of people who live in a particular area	4. A group of people who live in a particular area	5. A group of people who live in a particular area	6. A group of people who live in a particular area
4. A group of people who live in a particular area	5. A group of people who live in a particular area	6. A group of people who live in a particular area	7. A group of people who live in a particular area
5. A group of people who live in a particular area	6. A group of people who live in a particular area	7. A group of people who live in a particular area	8. A group of people who live in a particular area

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

Phone no	412-355-6000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BOYS AND GIRLS CLUBS

Street

PO BOX 1231

City

DOTHAN

State

AL

Zip Code

36302

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,742

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Long Term CG Distributions													Amount		Totals		Net Gain or Loss	
Short Term CG Distributions													1,940		53,072		485	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss				
1 AGR MANAGED FUTURES ST	002034859	X				7/11/2013	1/20/2016	108	106					2				
2 CREDIT SUISSE COMM RET	22544R305	X				7/11/2013	8/23/2016	89	131					-42				
3 CREDIT SUISSE COMM RET	22544R305	X				1/24/2014	9/23/2016	529	788					-259				
4 DODGE & COX INTL STOCK	256208103	X				11/5/2014	4/20/2016	259	309					-50				
5 DODGE & COX INTL STOCK	256208103	X				11/10/2015	5/11/2016	314	354					-40				
6 DODGE & COX INTL STOCK	256208103	X				11/5/2014	8/23/2016	1,873	2,163					-290				
7 DODGE & COX INTL STOCK	256208103	X				11/5/2014	11/14/2016	268	309					-41				
8 AMER CENT SMALL CAP GR	025083320	X				7/24/2015	5/11/2016	1,034	1,274					-228				
9 DODGE & COX INCOME FD	256210105	X				1/22/2015	1/20/2016	134	141					-7				
10 DODGE & COX INCOME FD	256210105	X				9/3/2014	1/20/2016	238	252					-14				
11 DODGE & COX INCOME FD	256210105	X				7/24/2015	1/20/2016	686	706					-20				
12 DODGE & COX INCOME FD	256210105	X				5/9/2013	4/20/2016	204	209					5				
13 DODGE & COX INCOME FD	256210105	X				5/9/2013	7/18/2016	2,341	2,360					-19				
14 DODGE & COX INCOME FD	256210105	X				8/7/2014	7/18/2016	1,063	1,068					-5				
15 DODGE & COX INCOME FD	256210105	X				5/30/2013	7/18/2016	207	210					-3				
16 DODGE & COX INCOME FD	256210105	X				4/24/2014	7/18/2016	687	685					2				
17 DODGE & COX INCOME FD	256210105	X				4/24/2014	8/23/2016	1,088	1,075					13				
18 AMER CENT SMALL CAP GR	025083320	X				7/5/2015	11/14/2016	70	76					-6				
19 AMER CENT SMALL CAP GR	025083320	X				7/24/2015	11/14/2016	143	151					-8				
20 ARTISAN INTERNATIONAL FD	04314H402	X				11/10/2015	5/11/2016	198	207					-9				
21 ARTISAN INTERNATIONAL FD	04314H402	X				11/5/2014	5/11/2016	365	396					-31				
22 ARTISAN INTERNATIONAL FD	04314H402	X				11/5/2014	8/23/2016	1,745	1,864					-119				
23 DODGE & COX INCOME FD	256210105	X				7/24/2015	8/23/2016	558	544					14				
24 EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	1/20/2016	116	119					-3				
25 EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	11/14/2016	181	181					0				
26 FID ADV EMER MKTS INC-CL	315920702	X				7/24/2015	1/20/2016	108	117					-9				
27 ARTISAN MID CAP FUND-INS	04314H600	X				6/20/2014	8/23/2016	134	153					-19				
28 BLACKROCK GL US CREDIT	091938732	X				10/27/2015	1/20/2016	164	177					-13				
29 BLACKROCK GL US CREDIT	091938732	X				10/27/2015	11/14/2016	271	281					-10				
30 CREDIT SUISSE COMM RET	22544R305	X				5/11/2012	7/18/2016	115	180					-65				
31 CREDIT SUISSE COMM RET	22544R305	X				5/11/2012	8/23/2016	159	249					-90				
32 CREDIT SUISSE COMM RET	22544R305	X				5/9/2013	8/23/2016	333	513					-180				
33 DODGE & COX INCOME FD	256210105	X				10/5/2016	11/14/2016	191	194					-3				
34 FID ADV EMER MKTS INC-CL	315920702	X				10/11/2013	7/18/2016	180	177					3				
35 FID ADV EMER MKTS INC-CL	315920702	X				8/25/2016	11/14/2016	145	154					-9				
36 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	4/20/2016	286	301					-15				
37 JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	8/23/2016	112	114					-2				
38 JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	11/14/2016	296	294					2				
39 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	11/14/2016	10	9					1				
40 HARBOR CAPITAL APRTION	411511504	X				8/28/2015	4/20/2016	1,110	1,188					-78				
41 HARBOR CAPITAL APRTION	411511504	X				8/28/2015	11/14/2016	259	275					-16				
42 HARBOR CAPITAL APRTION	411511504	X				11/5/2014	11/14/2016	213	222					-9				
43 JP MORGAN HIGH YIELD FUN	4812C0803	X				8/7/2014	11/14/2016	80	89					-8				
44 JP MORGAN HIGH YIELD FUN	4812C0803	X				7/31/2014	11/14/2016	127	127					0				
45 MFS VALUE FUND-CLASS I #	552983694	X				7/24/2015	4/20/2016	1,522	1,556					-34				
46 MFS VALUE FUND-CLASS I #	552983694	X				11/5/2014	4/20/2016	796	792					4				
47 MFS VALUE FUND-CLASS I #	552983694	X				8/25/2016	11/14/2016	796	792					4				
48 MERGER FUND-INST #301	589509207	X				11/10/2011	1/20/2016	89	96					-7				
49 MERGER FUND-INST #301	589509207	X				11/10/2011	11/14/2016	109	112					-3				
50 MET WEST TOTAL RETURN E	592050509	X				1/22/2015	1/20/2016	1,177	1,210					-33				
51 MET WEST TOTAL RETURN E	592050509	X				1/22/2015	7/18/2016	5,614	5,614					0				
52 MET WEST TOTAL RETURN E	592050509	X				5/11/2016	7/18/2016	480	475					5				
53 MET WEST TOTAL RETURN E	592050509	X				7/24/2015	8/23/2016	1,191	1,170					21				
54 MET WEST TOTAL RETURN E	592050509	X				10/5/2016	11/14/2016	247	253					-6				
55 ASG GLOBAL ALTERNATIVES	638727865	X				7/11/2013	1/21/2016	143	161					-18				
56 ASG GLOBAL ALTERNATIVES	638727865	X				7/11/2013	8/23/2016	981	1,148					-167				
57 ASG GLOBAL ALTERNATIVES	638727865	X				7/11/2013	11/14/2016	139	161					-22				
58 VANGUARD INFLAT-PROT SE	92203737	X				4/22/2016	7/18/2016	268	262					6				
59 VANGUARD REIT VIPER	922908553	X				7/22/2015	1/20/2016	513	548					-35				
60 VANGUARD REIT VIPER	922908553	X				7/22/2015	4/20/2016	186	156					32				
61 VANGUARD REIT VIPER	922908553	X				7/22/2015	8/23/2016	389	389					0				
62 VANGUARD REIT VIPER	922908553	X				12/17/2019	9/23/2016	448	487					-39				
63 VANGUARD REIT VIPER	922908553	X				12/17/2019	10/3/2016	892	874					18				
64 STERLING CAPITAL STRATTC	85917K546	X				5/23/2011	4/20/2016	143	148					-5				
65 SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	4/20/2016	254	238					16				
66 STERLING CAPITAL STRATTC	85917K546	X				7/24/2015	5/11/2016	373	384					-11				
67 SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	7/18/2016	36	36					0				
68 STERLING CAPITAL STRATTC	85917K546	X				7/24/2015	5/11/2016	702	720					-18				
69 SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	8/23/2016	476	476					0				
70 SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	10/3/2016	83	79					4				
71 SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	10/3/2016	539	470					69				
72 STERLING CAPITAL STRATTC	85917K546	X				8/25/2016	11/14/2016	333	315					18				

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

	Amount		Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Totals		Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
	Long Term CG Distributions	Short Term CG Distributions								Capital Gains/Losses				
	1,940	0								Other sales	53,072			
	Description	CUSIP #												
73	NEUBERGER BERMAN LONG	64128R608	X				1/22/2015	1/20/2016	260	284				0
74	NEUBERGER BERMAN LONG	64128R608	X				6/20/2014	7/19/2016	1,110	1,112				0
75	NEUBERGER BERMAN LONG	64128R608	X				6/20/2014	8/23/2016	737	730				0
76	OPPENHEIMER DEVELOPING	683974604	X				8/7/2014	4/20/2016	441	551				0
77	OPPENHEIMER DEVELOPING	683974604	X				8/7/2014	8/23/2016	2,986	3,542				0
78	OPPENHEIMER DEVELOPING	683974604	X				7/24/2015	8/23/2016	795	811				0
79	OPPENHEIMER DEVELOPING	683974604	X				7/24/2015	11/14/2016	158	169				0
80	BOSTON P LINGSHIRT RES-IN	74929X361	X				7/20/2016	8/23/2016	335	332				0
81	T ROWE PRICE SHORT TERM	77957P105	X				6/10/2015	1/21/2016	476	480				0
82	T ROWE PRICE SHORT TERM	77957P105	X				8/7/2014	4/20/2016	1,129	1,116				0
83	T ROWE PRICE SHORT TERM	77957P105	X				11/5/2014	4/20/2016	218	220				0
84	T ROWE PRICE SHORT TERM	77957P105	X				6/10/2015	4/20/2016	1,523	1,528				0
85	T ROWE PRICE INST FLOAT	77958B402	X				1/24/2014	11/14/2016	110	113				0
86	T ROWE PRICE REAL ESTAT	779919109	X				1/22/2016	7/18/2016	1,332	1,153				0
87	SPDR DJ WILSHIRE INTERNA	78463X863	X				7/17/2013	1/20/2016	211	246				0
88	SPDR DJ WILSHIRE INTERNA	78463X863	X				1/22/2014	1/20/2016	141	164				0
89	SPDR DJ WILSHIRE INTERNA	78463X863	X				7/22/2015	1/20/2016	596	723				0
90	SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	1/20/2016	35	40				0

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

		1,089	0	0	1,089
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,089			1,089

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

		19	19	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	19	19		

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

		108,713	101,523	101,561
Asset Description		Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	Basis of Valuation			
2	DODGE & COX INCOME FD COM 147	0	4,292	4,280
3	HARBOR CAPITAL APRCN-INST 2012	0	13,057	12,182
4	ARTISAN INTERNATIONAL FD I 662	0	4,150	3,598
5	MERGER FUND-INST #301	0	1,889	1,886
6	ARTISAN MID CAP FUND-INSTL 1333	0	4,722	4,532
7	MET WEST TOTAL RETURN BOND CL I 51	0	7,419	7,203
8	FID ADV EMER MKTS INC- CL I 607	0	6,345	6,400
9	T ROWE PRICE REAL ESTATE FD 122	0	2,003	2,162
10	EATON VANCE GLOBAL MACRO - I	0	3,233	3,207
11	DODGE & COX INT'L STOCK FD 1048	0	3,947	3,701
12	AMER CENT SMALL CAP GRWTH INST 334	0	3,276	3,348
13	MFS VALUE FUND-CLASS I 893	0	12,387	12,869
14	JP MORGAN MID CAP VALUE-I 758	0	3,574	4,691
15	STERLING CAPITAL STRATTON SMALL CA	0	2,963	3,283
16	ASG GLOBAL ALTERNATIVES-Y 1993	0	1,923	1,923
17	VANGUARD REIT VIPER	0	934	1,568
18	AQR MANAGED FUTURES STR-I	0	3,444	3,107
19	VANGUARD INFLAT-PROT SECS-ADM 511	0	529	512
20	JPMORGAN HIGH YIELD FUND SS 3580	0	4,639	4,617
21	T ROWE PRICE INST FLOAT RATE 170	0	1,895	1,895
22	OPPENHEIMER DEVELOPING MKT-J 799	0	4,241	4,202
23	INV BALANCE RISK COMM STR-Y 8611	0	1,137	1,119
24	BLACKROCK GL L/S CREDIT-INS #1833	0	3,812	3,773
25	SPDR DJ WILSHIRE INTERNATIONAL REA	0	1,451	1,479
26	ROBECO BP LNG/SHRT RES-INS	0	840	861
27	NEUBERGER BERMAN LONG SH-INS #183	0	2,007	2,006
28	CREDIT SUISSE COMM RT ST-CO 2156	0	1,414	1,157

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

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND TIMING DIFFERENCE	1	42
2	FEDERAL EXISE TAX REFUND	2	101
3	Total	3	143

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

1	COST BASIS ADJUSTMENT	1	24
2	MUTUAL FUND TIMING DIFFERENCE	2	67
3	PY RETURN OF CAPITAL ADJUSTMENT	3	48
4	Total	4	139

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

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount													
Description of Property Sold		CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	19	52,606	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	0	0	0	Gains Minus Excess FMV Over Adj Basis or Losses
1	AOR MANAGED FUTURES ST	00203H859		11/5/2014	1/20/2016	108				106	2						-1,455	-1,455
2	CREDIT SUISSE COMM RET	22544R305		7/11/2013	8/23/2016	88					-42						-42	-42
3	CREDIT SUISSE COMM RET	22544R305		12/4/2014	8/23/2016	529				788	-239						-239	-239
4	DODGE & COX INTL STOCK	256206103		11/5/2014	4/20/2016	259				309	-50						-50	-50
5	DODGE & COX INTL STOCK	256206103		11/10/2015	5/11/2016	314				354	-40						-40	-40
6	DODGE & COX INTL STOCK	256206103		11/5/2014	8/23/2016	1,873				2,183	-290						-290	-290
7	DODGE & COX INTL STOCK	256206103		11/5/2014	11/14/2016	268				309	-41						-41	-41
8	AMER CENT SMALL CAP GRN	025083320		7/24/2015	5/11/2016	1,034				1,274	-226						-226	-226
9	DODGE & COX INCOME FD C	256210105		12/2/2015	1/20/2016	134				141	-7						-7	-7
10	DODGE & COX INCOME FD C	256210105		9/3/2014	1/20/2016	238				252	-14						-14	-14
11	DODGE & COX INCOME FD C	256210105		7/24/2015	1/20/2016	686				706	-20						-20	-20
12	DODGE & COX INCOME FD C	256210105		5/9/2013	4/20/2016	204				209	0						0	0
13	DODGE & COX INCOME FD C	256210105		5/9/2013	7/18/2016	2,341				2,360	-19						-19	-19
14	DODGE & COX INCOME FD C	256210105		8/7/2014	7/18/2016	1,063				1,068	-5						-5	-5
15	DODGE & COX INCOME FD C	256210105		5/30/2013	7/18/2016	207				210	-3						-3	-3
16	DODGE & COX INCOME FD C	256210105		4/24/2014	7/18/2016	687				685	2						2	2
17	DODGE & COX INCOME FD C	256210105		4/24/2014	8/23/2016	1,088				1,075	13						13	13
18	AMER CENT SMALL CAP GRN	025083320		7/19/2015	11/14/2016	70				76	-6						-6	-6
19	AMER CENT SMALL CAP GRN	025083320		7/24/2015	11/14/2016	151				151	-8						-8	-8
20	ARTISAN INTERNATIONAL FC	04314H402		11/10/2015	5/11/2016	198				207	-9						-9	-9
21	ARTISAN INTERNATIONAL FC	04314H402		11/5/2014	5/11/2016	365				386	-31						-31	-31
22	ARTISAN INTERNATIONAL FC	04314H402		11/5/2014	8/23/2016	1,745				1,864	-119						-119	-119
23	DODGE & COX INCOME FD C	256210105		7/24/2015	8/23/2016	558				544	14						14	14
24	EATON VANCE GLOBAL MAC	277923728		10/27/2015	1/20/2016	116				119	-3						-3	-3
25	FID ADV EMER MKTS INC-CL	315920702		7/24/2015	1/20/2016	108				117	-9						-9	-9
26	ARTISAN MID CAP FUND-INS	04314H400		6/20/2014	8/23/2016	134				153	-19						-19	-19
27	BLACKROCK GL US CREDIT	091938732		10/27/2015	1/20/2016	164				177	-13						-13	-13
28	BLACKROCK GL US CREDIT	091938732		10/27/2015	11/14/2016	271				281	-10						-10	-10
29	CREDIT SUISSE COMM RET	22544R305		5/11/2012	7/18/2016	115				180	-65						-65	-65
30	CREDIT SUISSE COMM RET	22544R305		5/11/2012	8/23/2016	159				248	-90						-90	-90
31	CREDIT SUISSE COMM RET	22544R305		5/9/2013	8/23/2016	333				513	-180						-180	-180
32	DODGE & COX INCOME FD C	256210105		10/5/2016	11/14/2016	191				194	-3						-3	-3
33	FID ADV EMER MKTS INC-CL	315920702		10/11/2013	7/18/2016	180				177	3						3	3
34	FID ADV EMER MKTS INC-CL	315920702		8/25/2016	11/14/2016	145				154	-9						-9	-9
35	JP MORGAN MID CAP VALUE	339128100		7/24/2015	4/20/2016	286				301	-15						-15	-15
36	JP MORGAN MID CAP VALUE	339128100		6/20/2014	8/23/2016	112				114	-2						-2	-2
37	JP MORGAN MID CAP VALUE	339128100		6/20/2014	11/14/2016	286				294	-8						-8	-8
38	JP MORGAN MID CAP VALUE	339128100		7/24/2015	11/14/2016	10				9	1						1	1
39	HARBOR CAPITAL APRTION	411511504		8/28/2015	4/20/2016	1,110				1,188	-78						-78	-78
40	HARBOR CAPITAL APRTION	411511504		8/28/2015	11/14/2016	259				275	-16						-16	-16
41	HARBOR CAPITAL APRTION	411511504		11/5/2014	11/14/2016	213				222	-9						-9	-9
42	JP MORGAN HIGH YIELD FUN	4812C0803		9/7/2014	11/14/2016	80				89	-9						-9	-9
43	JP MORGAN HIGH YIELD FUN	4812C0803		7/31/2014	11/14/2016	114				127	-13						-13	-13
44	MFS VALUE FUND-CLASS I #	552963694		7/24/2015	4/20/2016	1,522				1,530	-8						-8	-8
45	MFS VALUE FUND-CLASS I #	552963694		11/5/2014	4/20/2016	106				108	-2						-2	-2
46	MFS VALUE FUND-CLASS I #	552963694		8/25/2016	11/14/2016	796				792	4						4	4
47	MFS VALUE FUND-CLASS I #	552963694		11/10/2011	1/20/2016	89				96	-7						-7	-7
48	MFS VALUE FUND-CLASS I #	552963694		11/10/2011	11/14/2016	109				112	-3						-3	-3
49	MET WEST TOTAL RETURN B	592905509		12/2/2015	1/20/2016	1,177				1,210	-33						-33	-33
50	MET WEST TOTAL RETURN B	592905509		12/2/2015	7/18/2016	5,614				5,614	0						0	0
51	MET WEST TOTAL RETURN B	592905509		5/11/2016	7/18/2016	480				475	5						5	5
52	MET WEST TOTAL RETURN B	592905509		7/24/2015	8/23/2016	1,191				1,170	21						21	21
53	MET WEST TOTAL RETURN B	592905509		10/5/2016	11/14/2016	247				253	-6						-6	-6
54	MFS GLOBAL ALTERNATIVES	638721885		7/11/2013	1/21/2016	143				161	-18						-18	-18
55	MFS GLOBAL ALTERNATIVES	638721885		7/11/2013	8/23/2016	981				1,148	-167						-167	-167
56	MFS GLOBAL ALTERNATIVES	638721885		7/11/2013	11/14/2016	139				161	-22						-22	-22
57	VANGUARD INFLAT-PROT SE	922031737		4/22/2016	7/18/2016	268				262	6						6	6
58	VANGUARD REIT VIPER	922908553		7/22/2015	1/20/2016	513				548	-35						-35	-35
59	VANGUARD REIT VIPER	922908553		7/22/2015	4/20/2016	166				156	10						10	10
60	VANGUARD REIT VIPER	922908553		7/22/2015	8/23/2016	446				389	57						57	57
61	VANGUARD REIT VIPER	922908553		12/17/2010	8/23/2016	892				487	405						405	405
62	VANGUARD REIT VIPER	922908553		7/24/2015	4/20/2016	1,539				874	665						665	665
63	STERLING CAPITAL STRATTC	85917K546		5/23/2011	4/20/2016	254				238	16						16	16
64	SPDR DJ WILSHIRE INTERNA	85917K546		7/24/2015	5/11/2016	373				384	-11						-11	-11
65	SPDR DJ WILSHIRE INTERNA	85917K546		7/24/2015	7/18/2016	418				396	22						22	22
66	SPDR DJ WILSHIRE INTERNA	85917K546		8/7/2014	5/11/2016	702				720	-18						-18	-18
67	SPDR DJ WILSHIRE INTERNA	85917K546		5/23/2011	8/23/2016	516				476	40						40	40

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

Long Term CG Distributions		Amount		1,940		51,132		0		19		52,606		-1,455		0		0		0		-1,455	
Short Term CG Distributions		0		0		0		0		0		0		0		0		0		0		0	
		CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses									
70	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011	10/3/2016	83		0	79	4	0	0	0	4									
71	SPDR DJ WILSHIRE INTERNA	78463X863		8/24/2011	10/3/2016	539		0	470	69	0	0	0	69									
72	STERLING CAPITAL STRATT	85917K546		8/25/2016	11/14/2016	333		0	315	18	0	0	0	18									
73	NEUBERGER BERMAN LONG	64128R608		1/22/2015	1/20/2016	260		0	284	-24	0	0	0	-24									
74	NEUBERGER BERMAN LONG	64128R608		8/20/2014	7/18/2016	1,110		0	1,112	-2	0	0	0	-2									
75	NEUBERGER BERMAN LONG	64128R608		8/20/2014	8/23/2016	730		0	737	-7	0	0	0	-7									
76	OPPENHEIMER DEVELOPING	683974604		8/7/2014	4/20/2016	441		0	551	-110	0	0	0	-110									
77	OPPENHEIMER DEVELOPING	683974604		8/7/2014	8/23/2016	2,986		0	3,542	-556	0	0	0	-556									
78	OPPENHEIMER DEVELOPING	683974604		7/24/2015	8/23/2016	795		0	811	-16	0	0	0	-16									
79	OPPENHEIMER DEVELOPING	683974604		7/24/2015	11/14/2016	158		0	169	-11	0	0	0	-11									
80	BOSTON P LINGSHIRT RES-IN	74925K581		7/20/2016	8/23/2016	335		0	332	3	0	0	0	3									
81	T ROWE PRICE SHORT TERM	77957P105		6/10/2015	1/21/2016	478		0	480	-4	0	0	0	-4									
82	T ROWE PRICE SHORT TERM	77957P105		8/7/2014	4/20/2016	1,116		0	1,129	-13	0	0	0	-13									
83	T ROWE PRICE SHORT TERM	77957P105		11/5/2014	4/20/2016	218		0	220	-2	0	0	0	-2									
84	T ROWE PRICE SHORT TERM	77957P105		6/10/2015	4/20/2016	1,523		0	1,528	-5	0	0	0	-5									
85	T ROWE PRICE INST FLOAT	77958B402		1/24/2014	11/14/2016	110		0	113	-3	0	0	0	-3									
86	T ROWE PRICE REAL ESTAT	779919109		1/22/2016	7/18/2016	1,332		0	1,153	179	0	0	0	179									
87	SPDR DJ WILSHIRE INTERNA	78463X863		7/11/2013	12/31/2015	211		0	248	-37	0	0	0	-37									
88	SPDR DJ WILSHIRE INTERNA	78463X863		1/22/2014	12/31/2016	141		0	164	-23	0	0	0	-23									
89	SPDR DJ WILSHIRE INTERNA	78463X863		7/22/2015	12/31/2016	598		0	723	-125	0	0	0	-125									
90	SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011	12/31/2016	35		0	40	-5	0	0	0	-5									

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

[illegible]

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

	Date		Amount
1 Credit from prior year return		1	18
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	18

Supplemental Information:

Part VIII: Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors.

Wells Fargo Bank N.A
100 N Main Street Mac 4001-117
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.