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Return of Private Foundation

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

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- 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.

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) Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117			Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101			B Telephone number (see instructions) (888) 730-4933	
Foreign country name /			C If exemption application is pending, check here ► <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 106,448 (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 ► <input type="checkbox"/>	

SCANNED MAY 13 2017

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				
	a Excess of revenue over expenses and disbursements	-6,652			
	b Net investment income (if negative, enter -0-)		2,186		
	c Adjusted net income (if negative, enter -0-)				0

For Paperwork Reduction Act Notice, see Instructions.

HTA

Form 990-PF (2016)

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value ,	(b) Book Value	(c) Fair Market Value
	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
Assets					
	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	
Liabilities					
	24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	25	Unrestricted			
	26	Temporarily restricted			
		Permanently restricted			
	27	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	28	Capital stock, trust principal, or current funds	113,058	106,410	
	29	Paid-in or capital surplus, or land, bldg , and equipment fund			
	30	Retained earnings, accumulated income, endowment, or other funds			
	31	Total net assets or fund balances (see instructions)	113,058	106,410	
Net Assets or Fund Balances					
	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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(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			
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 **8** 8,912

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	(attach copy of letter if necessary—see instructions)	1	22
b	Date of ruling or determination letter			
c	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			
d	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -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-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	4	0	
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	18	
b	Exempt foreign organizations—tax withheld at source			
c	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld			
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			
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			
11	Enter the amount of line 10 to be Credited to 2017 estimated tax	10	0	
	► Refunded ►			
		11	0	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	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		
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
(1) On the foundation ► \$ _____ (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?	X	
	If "Yes," attach a detailed description of the activities		
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?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	X	
	If "Yes," attach the statement required by General Instruction T		
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?			
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) ►		
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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 12 X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 13 X
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 100 N Main St MAC D4001-117 Winston Salem NC	Telephone no ► 888-730-4933 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	► <input type="checkbox"/> 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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 16 X

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

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

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <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)	
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			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		

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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	8,912
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XI, line 4		
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			0	
a Enter amount for 2015 only				
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 ► \$ 8,912				
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				
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				
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)				
9 Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a 312				
10 Analysis of line 9				
a Excess from 2012 276				
b Excess from 2013 1,463				
c Excess from 2014 1,268				
d Excess from 2015 3,492				
e Excess from 2016 6,499				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			► 3a	7,742
b Approved for future payment 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) 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					
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					
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)					
13	Total Add line 12, columns (b), (d), and (e)		0		2,522	0
					13	2,522

(See worksheet in line 13 instructions to verify calculations)

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

Net Applicable

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

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
- (2) Other assets

b 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

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign
Here**

► 20.06.2014 10:57:55 - Page 10

1 4/6/2017

SVP Wells Fargo Bank N A

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

**Paid
Preparer
Use Only**

Signature of officer or trustee

Preparer's signature

TD

2

PTIN

PO1251603

Paid Preparer Use Only	JOSEPH J CASTRIANO 	4/6/2017	Check <input checked="" type="checkbox"/> if self-employed	P01251603
Firm's name	► PricewaterhouseCoopers, LLP	Firm's EIN	► 13-4008324	
Firm's address	► 600 GRANT STREET, PITTSBURGH, PA 15219-2777	Phone no	412-355-6000	

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****Foundation Status**

NONE

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****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution**

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

Description	CUSIP #	Check "X" if Purchaser is a Business	Check "X" if Purchaser is in Part IV	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost of Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
										Depreciation	Adjustments		
Long Term CG Distributions	Amount	1,940	0										485
Short Term CG Distributions													0
1 AQR MANAGED FUND-INST #301	002031859	X			11/5/2013	8/23/2016	108	106	106			0	2
2 CREDIT SUISSE COMM RET	22344R305	X			7/11/2013	8/23/2016	89	131	131			0	42
3 CREDIT SUISSE COMM RET	22344R305	X			7/12/2013	8/23/2016	59	768	768			0	239
4 DODGE & COX INT'L STOCK	258206103	X			4/20/2016	4/20/2016	259	259	259			0	50
5 DODGE & COX INT'L STOCK	258206103	X			11/10/2015	5/11/2016	314	354	354			0	40
6 DODGE & COX INT'L STOCK	258206103	X			11/5/2014	8/23/2016	873	2,163	2,163			0	280
7 DODGE & COX INT'L STOCK	258206103	X			11/4/2016	1/14/2017	268	309	309			0	41
8 AMER CENT SMALL CAP GRN	025083320	X			7/24/2015	5/11/2016	1,034	1,274	1,274			0	228
9 DODGE & COX INCOME FD C	258210105	X			1/22/2015	1/20/2016	134	141	141			0	7
10 DODGE & COX INCOME FD C	258210105	X			9/13/2014	1/20/2016	28	252	252			0	14
11 DODGE & COX INCOME FD C	258210105	X			7/24/2015	1/20/2016	698	706	706			0	20
12 DODGE & COX INCOME FD C	258210105	X			5/9/2013	4/20/2016	204	209	209			0	0
13 DODGE & COX INCOME FD C	258210105	X			5/9/2013	7/18/2016	2,341	2,360	2,360			0	19
14 DODGE & COX INCOME FD C	258210105	X			8/7/2014	7/18/2016	1,068					0	5
15 DODGE & COX INCOME FD C	258210105	X			5/30/2013	7/18/2016	1,053					0	3
16 DODGE & COX INCOME FD C	258210105	X			4/24/2014	7/18/2016	207	210	210			0	2
17 DODGE & COX INCOME FD C	258210105	X			4/24/2014	8/23/2016	687	685	685			0	2
18 AMER CENT SMALL CAP GRN	025083320	X			7/24/2015	1/14/2016	1,088	1,075	1,075			0	13
19 AMER CENT SMALL CAP GRN	025083320	X			7/24/2015	1/14/2016	70	75	75			0	6
20 ARTISAN INTERNATIONAL FU	04314H402	X			11/10/2015	5/11/2016	143	151	151			0	9
21 ARTISAN INTERNATIONAL FU	04314H402	X			11/5/2014	5/11/2016	385	396	396			0	31
22 ARTISAN INTERNATIONAL FU	04314H402	X			11/5/2014	8/23/2016	1,745	1,864	1,864			0	119
23 DODGE & COX INCOME FD C	258210105	X			7/24/2015	8/23/2016	538	544	544			0	14
24 EATON VANCE GLOBAL MAC	277923728	-			10/27/2015	1/20/2016	116	119	119			0	3
25 EATON VANCE GLOBAL MAC	277923728	-			10/27/2015	1/14/2016	181	181	181			0	0
26 FID ADV EMER MKTS INC-CL	315920702	X			7/24/2015	1/20/2016	108	117	117			0	9
27 ARTISAN MID CAP FUNDS INC-CL	04314H600	X			6/20/2014	8/23/2016	134	153	153			0	19
28 BLACKROCK GLBL CREDIT	091936732	X			10/27/2015	1/20/2016	184	177	177			0	13
29 BLACKROCK GLBL CREDIT	091936732	X			10/27/2015	1/14/2016	281	281	281			0	10
30 CREDIT SUISSE COMM RET	22344R305	X			5/11/2012	7/18/2016	115	180	180			0	65
31 CREDIT SUISSE COMM RET	22344R305	X			5/11/2012	8/23/2016	159	159	159			0	90
32 CREDIT SUISSE COMM RET	22344R305	X			5/9/2013	8/23/2016	333	513	513			0	180
33 DODGE & COX INCOME FD C	258210105	X			10/5/2015	1/14/2016	191	194	194			0	3
34 FID ADV EMER MKTS INC-CL	315920702	X			10/11/2013	7/18/2016	180	177	177			0	3
35 FID ADV EMER MKTS INC-CL	315920702	X			8/25/2016	1/14/2016	145	154	154			0	9
36 JP MORGAN MID CAP VALUE	339128100	X			7/24/2015	4/20/2016	266	301	301			0	15
37 JP MORGAN MID CAP VALUE	339128100	X			6/20/2014	8/23/2016	112	114	114			0	2
38 JP MORGAN MID CAP VALUE	339128100	X			6/20/2014	11/14/2016	256	294	294			0	2
39 JP MORGAN MID CAP VALUE	339128100	X			8/28/2015	1/14/2016	10	9	9			0	1
40 HARBOR CAPITAL APRTN	411511504	X			8/28/2015	4/20/2016	1,110	1,188	1,188			0	78
41 HARBOR CAPITAL APRTN	411511504	X			11/15/2014	1/14/2016	213	225	225			0	16
42 HARBOR CAPITAL APRTN	411511504	X			8/7/2014	1/14/2016	80	89	89			0	9
43 JPMORGAN HIGH YIELD FUN	48120C803	X			7/31/2014	1/14/2016	114	127	127			0	9
44 JPMORGAN HIGH YIELD FUN	48120C803	X			7/24/2015	4/20/2016	1,522	1,556	1,556			0	13
45 MFS VALUE FUND-CLASS #1	552983694	X			1,15/2015	4/20/2016	1,150	1,150	1,150			0	34
46 MFS VALUE FUND-CLASS #2	552983694	X			8/25/2016	1/14/2016	796	792	792			0	4
47 MFS VALUE FUND-CLASS #3	552983694	X			11/10/2011	1/20/2016	89	96	96			0	15
48 MERGER FUND-INST #301	588509207	X			11/10/2011	1/14/2016	109	112	112			0	3
49 MET WEST TOTAL RETURN E	592905509	X			1/22/2015	1/20/2016	1,177	1,210	1,210			0	33
50 MET WEST TOTAL RETURN E	592905509	X			1/22/2015	1/16/2016	564	564	564			0	0
51 MET WEST TOTAL RETURN E	592905509	X			5/11/2016	7/18/2016	480	475	475			0	5
52 MET WEST TOTAL RETURN E	592905509	X			7/24/2015	8/23/2016	1,191	1,170	1,170			0	21
53 MET WEST TOTAL RETURN E	592905509	X			10/5/2016	1/14/2016	247	253	253			0	6
54 MET WEST TOTAL RETURN E	592905509	X			7/22/2015	1/20/2016	513	513	513			0	4
55 ASS GLOBAL ALTERNATIVES	638721885	X			7/11/2013	1/2/2016	446	389	389			0	57
56 ASS GLOBAL ALTERNATIVES	638721885	X			12/17/2010	8/23/2016	18	366	366			0	18
57 VANGUARD REIT VIPER	922908553	X			12/17/2010	8/23/2016	871	487	487			0	105
58 VANGUARD REIT VIPER	922908553	X			12/17/2010	10/3/2016	1,539	874	874			0	885
59 VANGUARD REIT VIPER	922908553	X			7/24/2015	4/20/2016	264	238	238			0	5
60 VANGUARD REIT VIPER	922908553	X			7/24/2015	4/20/2016	195	156	156			0	10
61 VANGUARD REIT VIPER	922908553	X			7/24/2015	5/1/2016	313	384	384			0	11
62 VANGUARD REIT VIPER	922908553	X			5/1/2016	7/18/2016	18	366	366			0	22
63 VANGUARD REIT VIPER	922908553	X			5/1/2016	8/23/2016	981	487	487			0	105
64 STERLING CAPITAL STRAT	858171K546	X			5/1/2016	8/23/2016	702	720	720			0	40
65 SDR DL WILSHIRE INTERNAL	87463X863	X			5/23/2011	8/23/2016	516	476	476			0	4
66 SDR DL WILSHIRE INTERNAL	87463X863	X			8/24/2011	10/3/2016	539	79	79			0	69
67 SDR DL WILSHIRE INTERNAL	87463X863	X			8/25/2016	1/14/2016	333	315	315			0	18

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

	Amount	Cost or Other Basis, Expenses, Depreciation and Adjustments						Net Gain or Loss
Long Term CG Distributions	1,940	53,072						52,587
Short Term CG Distributions	0	0						0
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Date	Acquired	Date Sold	Gross Sales Price
73 NEUBERGER BERMAN LONG	64128RE003	X			1/22/2015	1/20/2016	6/19/2016	260
74 NEUBERGER BERMAN LONG	64128RE003	X			6/20/2014	6/20/2016	1,110	-
75 64128RE003					8/23/2014	8/20/2016	730	1,112
76 OPPENHEIMER DEVELOPING	6833974804	X			8/7/2014	4/20/2016	441	551
77 OPPENHEIMER DEVELOPING	6833974804	X			8/7/2014	8/23/2016	2,986	3,542
78 OPPENHEIMER DEVELOPING	6833974804	X			7/24/2015	8/23/2016	785	811
79 OPPENHEIMER DEVELOPING	6833974804	X			7/24/2015	1/14/2016	158	169
80 BOSTON PLINGSHRT RESIN	74925K581	X			7/20/2016	8/23/2016	335	332
81 T ROWE PRICE SHORT TERM	77987P105	X			6/10/2015	1/21/2016	476	480
82 T ROWE PRICE SHORT TERM	77987P105	X			8/7/2014	4/20/2016	1,116	1,129
83 T ROWE PRICE SHORT TERM	77987P105	X			11/5/2014	4/20/2016	218	220
84 T ROWE PRICE SHORT TERM	77987P105	X			6/10/2015	4/20/2016	1,528	-
85 T ROWE PRICE INST FLOAT	77988BA02	X			1/24/2014	1/14/2016	110	113
86 T ROWE PRICE REAL ESTATE	779819109	X			1/22/2016	7/18/2016	1,332	1,153
87 SPDR DU WILSHIRE INTERN	78463X163	X			-	7/11/2013	1/20/2016	248
88 SPDR DU WILSHIRE INTERN	78463X863	X			1/22/2014	1/20/2016	141	164
89 SPDR DU WILSHIRE INTERN	78463X963	X			7/22/2015	1/20/2016	568	723
90 SPDR DU WILSHIRE INTERN	78463X863	X			5/23/2011	1/20/2016	35	40

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

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	Asset Description				
2	DODGE & COX INCOME FD COM 147		0	4,292	4,280
3	HARBOR CAPITAL APRCTN-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 1607		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	AMEC CENT SMALL CAP GROWTH INST 338		0	3,276	3,248
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 SEC'S ADM 511		0	529	512
20	UPMORGAN 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-I 799		0	4,241	4,202
23	INV BALANCE RISK COMM STR Y 8611		0	1,137	1,119
24	BLACKROCK GL /S CREDIT-INS #1833		0	3,812	3,773
25	SPDR DJ WILSHIRE INTERNATIONAL REA		0	1,451	1,479
26	ROBECO BP LNG/SHT 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		Short Term CG Distributions		51,132		0		19		52,606		-1,455		0		0		
				Acquisition Method		Date Acquired		Gross Sales Price		Depreciation Allowed		Adjustments		F M V as of 12/31/06		Adjusted Basis as of 12/31/06		
Description of Property Sold		CUSIP #																
1	AOR MANAGED FUTURES ST	002039H59		11/6/2014		1/20/2016		108				0	106		2		0	
2	CREDIT SUISSE COMM RET	22544R305		7/11/2013		8/23/2016		89				0	131		-239		0	
3	CREDIT SUISSE COMM RET	22544R305		1/24/2014		8/23/2016		529				0	788		-50		0	
4	DODGE & COX INT'L STOCK	286206103		11/5/2014		4/20/2016		259				0	368		-40		0	
5	DODGE & COX INT'L STOCK	286206103		5/11/2014		5/11/2016		314				0	354		-40		0	
6	DODGE & COX INT'L STOCK	286206103		11/6/2014		8/23/2016		1,873				0	2,163		-290		0	
7	DODGE & COX INT'L STOCK	286206103		11/5/2014		11/14/2016		268				0	308		-41		0	
8	AMER CENT SMALL CAP GRV	025083320		7/24/2015		5/11/2016		1,034				0	14		1,274		0	
9	DODGE & COX INCOME FD C	286210105		1/22/2015		1/20/2016		134				0	141		-7		0	
10	DODGE & COX INCOME FD C	286210105		9/3/2014		1/20/2016		238				0	252		-14		0	
11	DODGE & COX INCOME FD C	286210105		7/24/2015		1/20/2016		686				0	708		-20		0	
12	DODGE & COX INCOME FD C	286210105		5/9/2013		4/20/2016		204				0	209		0		0	
13	DODGE & COX INCOME FD C	286210105		7/18/2013		7/18/2016		2,341				0	2,360		-19		0	
14	DODGE & COX INCOME FD C	286210105		8/7/2014		7/18/2016		1,063				0	1,068		-5		0	
15	DODGE & COX INCOME FD C	286210105		5/30/2013		7/18/2016		207				0	0		0		0	
16	DODGE & COX INCOME FD C	286210105		4/24/2014		7/18/2016		687				0	685		2		0	
17	DODGE & COX INCOME FD C	286210105		4/24/2014		8/23/2016		1,083				0	1,075		-13		0	
18	AMER CENT SMALL CAP GRV	025083320		7/25/2015		11/14/2016		70				0	76		6		0	
19	AMER CENT SMALL CAP GRV	025083320		11/14/2015		11/14/2016		143				0	151		-8		0	
20	ARTISAN INTERNATIONAL F	04314H402		11/15/2015		5/11/2016		198				0	207		-9		0	
21	ARTISAN INTERNATIONAL F	04314H402		11/5/2014		5/11/2016		365				0	336		-31		0	
22	ARTISAN INTERNATIONAL F	04314H402		11/5/2014		8/23/2016		1,745				0	1,864		-119		0	
23	DODGE & COX INCOME FD C	286210105		7/24/2015		1/20/2016		568				0	544		-14		0	
24	EATON VANCE GLOBAL MAC	277923728		10/27/2015		1/20/2016		116				0	119		-3		0	
25	EATON VANCE GLOBAL MAC	277923728		10/27/2015		11/14/2016		181				0	181		0		0	
26	FID ADV EMER MKTS INC-CL	315920102		7/24/2015		1/20/2016		108				0	117		-9		0	
27	ARTISAN MID CAP FUN-INS	04314H400		6/20/2014		8/23/2016		134				0	153		-19		0	
28	BLACKROCK GL US CREDIT	091933632		10/27/2015		1/20/2016		164				0	177		-13		0	
29	BLACKROCK GL US CREDIT	091933632		10/27/2015		11/14/2016		291				0	281		-10		0	
30	CREDIT SUISSE COMM RET	22544R305		5/11/2012		7/18/2016		115				0	180		-65		0	
31	CREDIT SUISSE COMM RET	22544R305		5/11/2012		8/23/2016		159				0	249		-90		0	
32	CREDIT SUISSE COMM RET	22544R305		5/9/2013		8/23/2016		333				0	513		-180		0	
33	DODGE & COX INCOME FD C	286210105		10/5/2016		11/14/2016		191				0	194		-3		0	
34	FID ADV EMER MKTS INC-CL	315920702		10/1/2013		1/20/2016		180				0	177		3		0	
35	FID ADV EMER MKTS INC-CL	315920702		8/24/2016		11/14/2016		145				0	154		-9		0	
36	JPM MORGAN MID CAP VALUE	339328100		6/2/2015		4/20/2016		286				0	301		-15		0	
37	JPM MORGAN MID CAP VALUE	339328100		6/2/2014		8/23/2016		112				0	114		-2		0	
38	JPM MORGAN MID CAP VALUE	339328100		6/2/2014		11/14/2016		296				0	294		-2		0	
39	JPM MORGAN MID CAP VALUE	339328100		6/2/2014		11/14/2016		10				0	9		1		0	
40	HARBOR CAPITAL APCTN	411511504		8/28/2015		4/20/2016		1,110				0	1,188		-78		0	
41	HARBOR CAPITAL APCTN	411511504		8/28/2015		11/14/2016		259				0	275		-16		0	
42	HARBOR CAPITAL APCTN	411511504		11/8/2014		11/14/2016		213				0	222		-9		0	
43	JPMORGAN HIGH YIELD FUN	48112C0803		8/7/2014		11/14/2016		80				0	89		-9		0	
44	JPMORGAN HIGH YIELD FUN	48112C0803		7/31/2014		11/14/2016		114				0	127		-34		0	
45	MFS VALUE FUND-CLASS I #	552285634		1/24/2015		4/20/2016		1,522				0	1,527		-34		0	
46	MFS VALUE FUND-CLASS I #	552285634		11/6/2014		4/20/2016		106				0	108		-2		0	
47	MFS VALUE FUND-CLASS I #	552285634		8/25/2016		11/14/2016		736				0	792		4		0	
48	MERGER FUND-INST #301	589092007		10/25/2016		11/14/2016		247				0	96		-7		0	
49	MERGER FUND-INST #301	589092007		11/10/2011		11/14/2016		109				0	112		-3		0	
50	MET WEST TOTAL RETURN E	592905509		1/22/2015		1/20/2016		1,177				0	1,210		-33		0	
51	MET WEST TOTAL RETURN E	592905509		1/22/2015		7/18/2016		5,614				0	5,614		0		0	
52	MET WEST TOTAL RETURN E	592905509		5/11/2016		7/18/2016		480				0	475		5		0	
53	MET WEST TOTAL RETURN E	592905509		7/24/2015		7/18/2016		1,191				0	1,170		21		0	
54	MET WEST TOTAL RETURN E	592905509		10/6/2016		11/14/2016		247				0	253		-6		0	
55	ASG GLOBAL ALTERNATIVES	638272785		7/11/2013		1/21/2016		143				0	161		-18		0	
56	ASG GLOBAL ALTERNATIVES	638272785		8/23/2016		9/1/2016		981				0	1,148		-167		0	
57	ASG GLOBAL ALTERNATIVES	638272785		7/11/2013		11/14/2016		139				0	161		-22		0	
58	VANGUARD INFLAT PROT SE	922931737		4/22/2016		7/18/2016		269				0	262		6		0	
59	VANGUARD REIT VIPER	922908553		7/22/2015		1/20/2016		153				0	348		-35		0	
60	VANGUARD REIT VIPER	922908553		7/22/2015		4/20/2016		166				0	156		10		0	
61	VANGUARD REIT VIPER	922908553		7/22/2015		8/23/2016		446				0	389		-57		0	
62	VANGUARD REIT VIPER	922908553		12/17/2010		8/23/2016		892				0	487		-405		0	
63	VANGUARD REIT VIPER	922908553		12/17/2010		10/3/2016		1,539				0	874		665		0	
64	STERLING CAPITAL STRATC	78463X863		7/24/2015		4/20/2016		143				0	148		-5		0	
65	STERLING CAPITAL STRATC	78463X863		5/23/2011		4/20/2016		254				0	238		16		0	
66	STERLING REIT VIPER	78463X863		7/24/2015		5/11/2016		373				0	384		-11		0	
67	SPDR DU WILSHIRE INTERN	87220211		5/23/2011		7/18/2016		418				0	396		-22		0	
68	SPDR DU WILSHIRE INTERN	87220211		5/23/2011		8/1/2016		516				0	476		-40		0	

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

Long Term CG Distributions		1,930		51,132		0		19		52,606		-1,455		0		Excess of FMV Over Adjusted Basis		0		Gains Minus Losses			
Amount		0		Acquisition Method		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus		Gain or Loss		as of 12/31/98		Adjusted Basis	
Description of Property Sold		CUSIP #																					
70	SPDR DJ WILSHIRE INTERN	78463X863	-	5/23/2011	10/20/2016	83										4							
71	SPDR DJ WILSHIRE INTERN	78463X863	-	8/24/2011	10/20/2016	539										470		69					
72	STERLING CAPITAL STRATQ	85911X546	-	8/25/2016	11/14/2016	333										315		18					
73	NEUBERGER BERMAN LONG	64128R608	-	6/20/2014	7/18/2016	260										284		-24					
74	NEUBERGER BERMAN LONG	64128R608	-	6/20/2014	7/18/2016	1,110										1,112		2					
75	NEUBERGER BERMAN LONG	64128R608	-	6/20/2014	8/22/2016	730										731		-7					
76	OPPENHEIMER DEVELOPING	6833974604	-	8/7/2014	4/20/2016	441										0		0					
77	OPPENHEIMER DEVELOPING	6833974604	-	8/7/2014	8/23/2016	2,986										0		3,542					
78	OPPENHEIMER DEVELOPING	6833974604	-	7/24/2015	8/23/2016	755										811		-558					
79	OPPENHEIMER DEVELOPING	6833974604	-	7/24/2015	11/14/2016	158										0		-16					
80	BOSTON PLANSHRT RESIN	74925K581	-	7/20/2016	8/23/2016	335										0		-11					
81	1 ROWE PRICE SHORT TERM	77495/P105	-	6/10/2015	12/21/2016	476										0		332					
82	1 ROWE PRICE SHORT TERM	7795/P105	-	8/7/2014	4/20/2016	1,116										480		4					
83	1 ROWE PRICE SHORT TERM	7795/P105	-	11/5/2014	4/20/2016	218										0		1,129					
84	1 ROWE PRICE SHORT TERM	7795/P105	-	6/10/2015	4/20/2016	1,523										0		-1,528					
85	1 ROWE PRICE INST FLOAT	77958B402	-	12/4/2014	11/14/2016	110										0		113					
86	1 ROWE PRICE REAL EST	77959/P109	-	12/21/2016	7/18/2016	1,321										0		-1,153					
87	SPDR DJ WILSHIRE INTERN	78463X863	-	7/11/2013	12/20/2016	211										0		179					
88	SPDR DJ WILSHIRE INTERN	78463X863	-	1/22/2014	12/20/2016	141										0		-23					
89	SPDR DJ WILSHIRE INTERN	78463X863	-	7/22/2015	12/20/2016	588										0		723					
90	SPDR DJ WILSHIRE INTERN	78463X863	-	5/23/2011	12/20/2016	35										0		40					

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

Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week SEE ATTAC	Compensation	Benefits	Expense Account
Wells Fargo Bank N A Trust Tax C	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE		324	-	0

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

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

Date	Amount
1	18
2	
3	
4	
5	
6	
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.