

Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2016Department 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.

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation MCKENNA PHILIP M FDN			A Employer identification number 25-6082635	
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N.A. - P O Box 185		Room/suite	B Telephone number (see instructions) (412) 234-1634	
City or town, state or province, country, and ZIP or foreign postal code Pittsburgh PA 15230-0185		C If exemption application is pending, check here ☐		
Foreign country name Foreign province/state/county Foreign postal code		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐		
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐		
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 15,921,604		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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 ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	362,214	352,613		
5a Gross rents	1,453	1,453		
b Net rental income or (loss)	1,453			
6a Net gain or (loss) from sale of assets not on line 10	340,528			
b Gross sales price for all assets on line 6a	2,007,308			
7 Capital gain net income (from Part IV, line 2)		340,528		
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)	-9,147	-9,147		
12 Total. Add lines 1 through 11	695,048	685,447	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	140,366	45,699		94,667
14 Other employee salaries and wages	14,701			14,701
15 Pension plans, employee benefits	33,634			33,634
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,010	1,010		
c Other professional fees (attach schedule)	1,000			1,000
17 Interest				
18 Taxes (attach schedule) (see instructions)	25,673	4,323		
19 Depreciation (attach schedule) and depletion				
20 Occupancy	19,710			19,710
21 Travel, conferences, and meetings	5,208			5,208
22 Printing and publications				
23 Other expenses (attach schedule)	9,215			9,215
24 Total operating and administrative expenses. Add lines 13 through 23	250,517	51,032	0	178,135
25 Contributions, gifts, grants paid	621,750			621,750
26 Total expenses and disbursements. Add lines 24 and 25	872,267	51,032	0	799,885
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-177,219			
b Net investment income (if negative, enter -0-)		634,415		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2016)

HTA

ENVELOPE
POSTMARK DATE NOV 08 2017SCANNED NOV 14 2017
Operating and Administrative Expenses

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	27,323		
	2 Savings and temporary cash investments	286,428	295,551	295,551
	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 ▶			
Liabilities	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	12,192,793	12,034,251	15,200,884
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ <u>TIMBERVEST PARTNERS II</u>)	428,691	385,100	425,169
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	12,935,235	12,714,902	15,921,604
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	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	
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	12,935,235	12,714,902	
Part III Analysis of Changes in Net Assets or Fund Balances	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)	12,935,235	12,714,902	
	31 Total liabilities and net assets/fund balances (see instructions)	12,935,235	12,714,902	

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	12,935,235
2	Enter amount from Part I, line 27a	2	-177,219
3	Other increases not included in line 2 (itemize) ▶ <u>PARTNERSHIP DISTRIBUTION FROM TIMBERVE</u>	3	10,000
4	Add lines 1, 2, and 3	4	12,768,016
5	Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	53,114
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,714,902

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
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	340,528	
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	797,846	15,886,767	0.050221
2014	748,292	16,023,424	0.046700
2013	668,265	14,936,568	0.044740
2012	674,343	13,846,366	0.048702
2011	683,276	13,881,222	0.049223
2 Total of line 1, column (d)		2	0.239586
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	0.047917
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4	15,378,789
5 Multiply line 4 by line 3		5	736,905
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	6,344
7 Add lines 5 and 6		7	743,249
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	799,885

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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-)			0
3	Add lines 1 and 2			6,344
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-			6,344
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	17,727	
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			17,727
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			11,383
11	Enter the amount of line 10 to be Credited to 2017 estimated tax 6,344 Refunded			5,039

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)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ (2) On foundation managers ▶ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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? <i>If "Yes," attach the statement required by General Instruction T.</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ BNY MELLON, N.A. Telephone no. ▶ (412) 234-1634			
Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here	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?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶				X

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

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

1a	During the year did the foundation (either directly or indirectly):		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ No		
If "Yes," list the years ▶ 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?	☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	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 ☐ Yes ☒ No
- 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
See Attached Statement	.00	0		
	.00	0		
	.00	0		
	.00	0		
	.00	0		

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE	
2		
3		
4		

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

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

Amount

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

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	15,357,342
b	Average of monthly cash balances	1b	255,642
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	15,612,984
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	15,612,984
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	234,195
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,378,789
6	Minimum investment return. Enter 5% of line 5	6	768,939

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	768,939
2a	Tax on investment income for 2016 from Part VI, line 5	2a	6,344
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,344
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	762,595
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	762,595
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	762,595

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	799,885
b	Program-related investments—total from Part IX-B	1b	NONE
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	799,885
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	6,344
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	793,541

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				762,595
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 5,127				
b From 2012				
c From 2013				
d From 2014				
e From 2015 22,256				
f Total of lines 3a through e	27,383			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 799,885				
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				762,595
e Remaining amount distributed out of corpus	37,290			
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	64,673			
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)	5,127			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	59,546			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015 22,256				
e Excess from 2016 37,290				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					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

T. WILLIAM BOXX P.O. BOX 186 LATROBE, PA 15650 (724) 537-6900

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

PROVIDED UPON INITIAL CONTACT

- c** Any submission deadlines:

PROVIDED UPON INITIAL CONTACT

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

PROVIDED UPON INITIAL CONTACT

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 <i>Paid during the year</i> See Attached Statement				
Total				3a 621,750
b <i>Approved for future payment</i> NONE				
Total				3b NONE

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? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

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

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

**Sign
Here**

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

ang

11/6/2017

▶ VICE PRESIDENT

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

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name

Shawn P. Hanlon

Preparer's signature

2010 CRA

Date

11/6/2017

Check ☒ if self-employed

PTIN

P00965923

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219

Phone no	(412) 355-6000
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MCKENNA PHILIP M FDN

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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

ACTON INSTITUTE FOR THE STUDY OF RELIGION AND LIBERTY

Street

161 OTTAWA AVE. NW, SUITE 301

City

GRAND RAPIDS

State

MI

Zip Code

49503

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

5,000

Name

ALLEGHENY INSTITUTE FOR PUBLIC POLICY

Street

305 MT. LEBANON BLVD, SUITE 208

City

PITTSBURGH

State

PA

Zip Code

15234

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

20,000

Name

AMERICAN ENTERPRISE INSTITUTE FOR PUBLIC POLICY RESEARCH

Street

1150 17TH ST, NW #1100

City

WASHINGTON

State

DC

Zip Code

20036

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

COMMUNICATIONS, OUTREACH, EDUCATION

Amount

15,000

Name

AMERICANS FOR PROSPERITY FOUNDATION

Street

2111 WILSON BLVD, SUITE 350

City

ARLINGTON

State

VA

Zip Code

22201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

PENNSYLVANIA OPERATIONS

Amount

15,000

Name

ASHLAND UNIVERSITY, JOHN M. ASHBROOK CENTER FOR PUBLIC AFFAIRS

Street**City**

GRAND RAPIDS

State

MI

Zip Code

49512

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIPS FOR TEACHERS

Amount

10,000

Name

CAPITAL RESEARCH CENTER

Street

1513 16TH STREET NORTHWEST

City

WASHINGTON

State

DC

Zip Code

20036

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

15,000

MCKENNA PHILIP M FDN

25-6082635 Page 2 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CARNEGIE INSTITUE/CARNEGIE SCIENCE CENTER

Street

1 ALLEGHENY AVENUE

City

PITTSBURGH

State

PA

Zip Code

15212

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

ELEMENTARY SCHOOL PROGRAMMING WESTMORELAND COUNTY

Amount

10,000

Name

CLAREMONT INST FOR STUDY OF STATESMANSHIP & POLITICAL PHILOSOPHY

Street

937 WEST FOOTHILL BOULEVARD, SUITE E

City

CLAREMONT

State

CA

Zip Code

91711

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

80,000

Name

COMMONWEALTH FOUNDATION FOR PUBLIC POLICY ALTERNATIVES

Street

225 STATE STREET, SUITE 302

City

HARRISBURG

State

PA

Zip Code

17101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

85,000

Name

ETHICS AND PUBLIC POLICY CENTER

Street

1730 M STREET N W., SUITE 910

City

WASHINGTON

State

DC

Zip Code

20036

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

THE CONSTITUTION, COURTS, & THE CULTURE PROGRAM

Amount

10,000

Name

FEDERALIST SOCIETY FOR LAW AND PUBLIC POLICY STUDIES

Street

1015 18TH STREET, NW - SUITE 425

City

WASHINGTON

State

DC

Zip Code

20036

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS, PA CHAPTERS

Amount

10,000

Name

FOUNDATION FOR INDIVIDUAL RIGHTS IN EDUCATION

Street

601 WALNUT STREET, SUITE 510

City

PHILADELPHIA

State

PA

Zip Code

19106

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

10,000

MCKENNA PHILIP M FDN

25-6082635 Page 3 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FOUNDATION FOR FREE ENTERPRISE EDUCATION

Street

3076 WEST 12TH STREET

City

ERIE

State

PA

Zip Code

16505

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIPS FOR WESTMORELAND COUNTY STUDENTS \$17,250, PATRON FUND \$1,000

Amount

18,250

Name

GROVE CITY COLLEGE

Street

100 CAMPUS DRIVE

City

GROVE CITY

State

PA

Zip Code

16127

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

CENTER FOR VISION AND VALUES

Amount

10,000

Name

HILLSDALE COLLEGE

Street

33 EAST COLLEGE ST

City

HILLSDALE

State

MI

Zip Code

49242

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

ALLAN P. KIRBY, JR. CENTER IN WASHINGTON

Amount

10,000

Name

HUDSON INSTITUTE

Street

1201 OENNSYLVANIA AVE NW#400

City

WASHINGTON

State

DC

Zip Code

20004

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

POLITICAL STUDIES PROGRAM

Amount

15,000

Name

INTERCOLLEGIATE STUDIES INSTITUTE, INC

Street

3901 CENTERVILLE RD

City

WILMINGTON

State

DE

Zip Code

19807

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

80,000

Name

JUNIOR ACHIEVEMENT OF SOUTHWESTERN PA

Street

120 MARSHALL DR

City

WARRENDALE

State

PA

Zip Code

15086

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

ECONOMIC EDUCATION PROGRAMS IN WESTMORELAND COUNTY SCHOOLS

Amount

2,500

MCKENNA PHILIP M FDN

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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

LATROBE COMMUNITY REVITALIZATION PROGRAM

Street

816 LIGONIER ST.

City

LATROBE

State

PA

Zip Code

15650

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

DOWNTOWN LATROBE REVITALIZATION EFFORTS

Amount

7,500

Name

LATROBE FOUNDATION

Street

P O BOX 829

City

LATROBE

State

PA

Zip Code

15650

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

LATROBE PARKS & RECREATION \$30,000 / 3 YEARS

Amount

10,000

Name

LINCOLN INSTITUTE OF PUBLIC OPINION RESEARCH INC

Street

453 SPRINGLAKE ROAD

City

HARRISBURG

State

PA

Zip Code

17112

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

12,000

Name

LOYALHANNA WATERSHED ASSOCIATION

Street

110 ANDI LN

City

LIGONIER

State

PA

Zip Code

15658

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

1,000

Name

MERCATUS CENTER, GEORGE MASON UNIVERSITY

Street

3434 WASHINGTON BLVD, 4TH FLOOR

City

ARLINGTON

State

VA

Zip Code

22201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

15,000

Name

NATIONAL ASSOCIATION OF SCHOLARS

Street

8 W 38TH ST SUITE 503

City

NEW YORK

State

NY

Zip Code

10018

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

10,000

MCKENNA PHILIP M FDN

25-6082635 Page 5 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PACIFIC RESEARCH INSTITUTE FOR PUBLIC POLICY

Street

1 EMBARCADERO CENTER, SUITE 350

City

SAN FRANCISCO

State

CA

Zip Code

94111

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

HEALTHCARE POLICY

Amount

55,000

Name

PENNSYLVANIA BUSINESS COUNCIL EDUCATION FOUNDATION

Street

116 PINE STREET, SUITE 201

City

HARRISBURG

State

PA

Zip Code

17101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

20,000

Name

PHILANTHROPY ROUNDTABLE

Street

1730 M STREET NW, SUITE 601

City

WASHINGTON

State

DC

Zip Code

20036

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

500

Name

ST VINCENT COLLEGE - CENTER FOR POLITICAL AND ECONOMIC THOUGHT

Street

300 FRASER PURCHASE ROAD

City

LATROBE

State

PA

Zip Code

15650

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

ALEX G. MCKENNA ECONOMIC EDUCATION SERIES

Amount

20,000

Name

ST VINCENT COLLEGE - CENTER FOR POLITICAL AND ECONOMIC THOUGHT

Street

300 FRASER PURCHASE ROAD

City

LATROBE

State

PA

Zip Code

15650

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GEORGE WASHINGTON FELLOWSHIP PROGRAM

Amount

10,000

Name

ST VINCENT COLLEGE - CENTER FOR POLITICAL AND ECONOMIC THOUGHT

Street

300 FRASER PURCHASE ROAD

City

LATROBE

State

PA

Zip Code

15650

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

25,000

MCKENNA PHILIP M FDN

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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

TAX FOUNDATION

Street

529 14TH STREET, NW, SUITE 420

City

WASHINGTON

State

DC

Zip Code

20045

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATIONS

Amount

15,000

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

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Purpose of grant/contribution

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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		Short Term CG Distributions									
										180,070											
										0											
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							
															Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss
Capital Gains/Losses										2,007,308		1,666,780		340,528							
Other sales										0		0		0							
1	APPLE INC	037833100	X			3/30/2016	1/5/2016	11,322	2,511					8,811							
2	APPLE INC	037833100	X			3/31/2016	6/8/2016	4,450	4,929					-479							
3	APPLE INC	037833100	X			7/28/2008	6/8/2016	15,626	3,610					12,016							
4	APPLE INC	037833100	X			7/28/2008	9/8/2016	8,558	1,849					6,709							
5	APPLE INC	037833100	X			7/28/2008	10/31/2016	4,789	959					3,830							
6	APPLE INC	037833100	X			7/28/2008	11/14/2016	2,009	20,571					-7,277							
7	APPLE INC	037833100	X			7/28/2011	11/1/2016	20,000	20,571					-571							
8	BNY MELLON BOND FUND-M	05569M830	X			5/11/2015	10/31/2016	3,165	3,148					17							
9	BANK OF AMERICA CORP	060505104	X			2/25/2015	10/31/2016	3,165	3,136					30							
10	BANK OF AMERICA CORP	060505104	X			2/25/2015	12/12/2016	19,810	12,210					4,600							
11	BANK OF AMERICA CORP	060505104	X			2/23/2015	10/31/2016	808	1,077					-269							
12	BIOMARIN PHARMACEUTICA	09082X103	X			8/4/2015	1/20/2016	3,698	4,620					-922							
13	BIOMARIN PHARMACEUTICA	09082X103	X			8/3/2015	1/20/2016	793	970					-177							
14	BIOMARIN PHARMACEUTICA	09082X103	X			8/3/2015	10/31/2016	846	970					-124							
15	BIOMARIN PHARMACEUTICA	09082X103	X			2/4/2014	10/31/2016	1,410	1,538					-128							
16	BIOMARIN PHARMACEUTICA	09082X103	X			2/4/2014	12/19/2016	22,530	24,300					-1,770							
17	BIOMARIN PHARMACEUTICA	09082X103	X			1/20/2016	10/31/2016	2,562	3,132					-570							
18	BRISTOL-MYERS SQUIBB CO	110122108	X			8/25/2015	5/26/2016	20,370	21,707					-1,337							
19	CVS HEALTH CORPORATION	126650100	X			8/25/2015	8/11/2016	9,317	9,923					-606							
20	CVS HEALTH CORPORATION	126650100	X			9/22/2015	8/11/2016	9,899	10,188					-289							
21	CVS HEALTH CORPORATION	126650100	X			1/21/2014	10/4/2016	8,761	8,726					35							
22	CAPITAL ONE FINANCIAL CO	14040H105	X			4/15/2013	10/6/2016	33,511	24,745					8,766							
23	CAPITAL ONE FINANCIAL CO	14040H105	X			1/22/2014	10/6/2016	5,828	5,816					12							
24	CAPITAL ONE FINANCIAL CO	14040H105	X			6/4/2014	9/14/2016	17,328	16,309					1,019							
25	CARDINAL HEALTH INC	14149Y108	X			6/5/2014	9/14/2016	12,054	11,390					664							
26	CARDINAL HEALTH INC	14149Y108	X			11/9/2012	10/31/2016	3,651	1,928					1,723							
27	CELGENE CORP -SER A	150870103	X			8/11/2016	10/31/2016	1,959	2,162					-203							
28	CELGENE CORP	151020104	X			2/4/2016	10/28/2016	17,938	13,686					4,252							
29	NXP SEMICONDUCTORS N.V.	N6596X109	X			2/4/2016	10/31/2016	3,003	2,281					722							
30	NXP SEMICONDUCTORS N.V.	N6596X109	X			2/4/2016	11/2/2016	16,893	12,926					3,967							
31	NXP SEMICONDUCTORS N.V.	N6596X109	X			2/4/2016	11/11/2016	5,078	3,954					1,124							
32	NXP SEMICONDUCTORS N.V.	N6596X109	X			2/11/2016	11/11/2016	13,671	9,171					4,500							
33	NXP SEMICONDUCTORS N.V.	N6596X109	X			3/17/2016	9/22/2016	3,797	3,333					464							
34	BROADCOM LTD	Y09827109	X			3/17/2016	10/31/2016	6,958	6,211					747							
35	BROADCOM LTD	Y09827109	X			2/19/2015	4/18/2016	5,428	5,253					175							
36	CHEESECAKE FACTORY INC	163072101	X			12/15/2014	4/19/2016	1,009	973					36							
37	CHEESECAKE FACTORY INC	163072101	X			12/17/2014	4/19/2016	1,513	1,463					50							
38	CHEESECAKE FACTORY INC	163072101	X			2/19/2015	4/19/2016	6,757	6,641					116							
39	CHEESECAKE FACTORY INC	163072101	X			12/16/2014	4/19/2016	3,026	2,904					122							
40	CHEESECAKE FACTORY INC	163072101	X			12/16/2014	4/20/2016	9,083	8,713					370							
41	CHEVRON CORPORATION	166764100	X			11/9/2012	5/3/2016	2,331	2,442					-111							
42	CHEVRON CORPORATION	166764100	X			11/9/2012	5/3/2016	3,243	3,388					-145							
43	CHEVRON CORPORATION	166764100	X			4/30/2014	5/3/2016	1,419	1,758					-340							
44	CHEVRON CORPORATION	166764100	X			3/3/2016	5/3/2016	608	521					87							
45	CHEVRON CORPORATION	166764100	X			3/3/2016	7/27/2016	10,730	9,112					1,618							
46	CHEVRON CORPORATION	166764100	X			3/3/2016	10/31/2016	3,052	2,517					535							
47	CHEVRON CORPORATION	166764100	X			11/9/2016	10/31/2016	3,960	3,342					618							
48	CITIZENS FINANCIAL GROUP	174610105	X			12/1/2015	8/27/2016	15,553	18,229					-2,676							
49	COGNIZANT TECHNOLOGY S	192446102	X			12/9/2015	8/27/2016	3,333	3,615					-282							
50	COGNIZANT TECHNOLOGY S	192446102	X			12/9/2015	8/27/2016	7,419	7,833					-414							
51	COGNIZANT TECHNOLOGY S	192446102	X			12/14/2015	6/30/2016	9,702	10,102					-400							
52	COGNIZANT TECHNOLOGY S	192446102	X			9/30/2016	10/31/2016	1,024	963					61							
53	COGNIZANT TECHNOLOGY S	192446102	X			9/30/2016	11/28/2016	11,959	10,108					1,851							
54	COMCAST CORP CL A	20030N101	X			7/27/2015	1/7/2016	9,931	11,088					-1,157							
55	COMCAST CORP CL A	20030N101	X			12/16/2013	11/3/2016	2,691	2,476					215							
56	COMCAST CORP CL A	20030N101	X			7/27/2015	11/3/2016	538	616					-78							
57	COMCAST CORP CL A	20030N101	X			10/14/2013	11/3/2016	4,305	3,709					596							
58	COMCAST CORP CL A	20030N101	X			10/14/2013	12/1/2016	4,890	4,173					717							
59	COMCAST CORP CL A	20030N101	X			7/19/2016	8/19/2016	9,977	10,088					-91							
60	COMCAST CORP CL A	20030N101	X			10/14/2013	8/19/2016	665	484					201							
61	COMCAST CORP CL A	20030N101	X			10/14/2013	9/22/2016	1,391	1,391					590							
62	COMCAST CORP CL A	20030N101	X			5/1/2012	9/22/2016	6,603	3,072					3,531							
63	COMCAST CORP CL A	20030N101	X			5/1/2012	10/31/2016	3,091	1,536					1,555							
64	COMCAST CORP CL A	20030N101	X			5/1/2012	11/15/2016	670	307					363							
65	COMCAST CORP CL A	20030N101	X			4/16/2012	11/15/2016	8,707	3,859					4,848							
66	COMCAST CORP CL A	20030N101	X			8/14/2015	10/31/2016	3,696	2,809					886							
67	CONSTELLATION BRANDS INC	21039P108	X			12/4/2015	10/31/2016	3,107	3,504					-397							
68	COSTCO WHSL CORP NEW	22160K105	X			3/17/2016	9/27/2016	28,641	20,489					8,152							
69	DEVON ENERGY CORPORAT	25179M103	X			9/24/2009	10/31/2016	1,851	555					1,296							
70	WALT DISNEY COITHE	25488T106	X			1/6/2016	8/23/2016	9,109	8,226					883							
71	DOMINION RES INC VA NEW	25746U109	X			1/6/2016	10/31/2016	3,019	2,742					277							
72	DOMINION RES INC VA NEW	25746U109	X			1/6/2016	10/31/2016	3,019	2,742					277							

Long Term CG Distributions 160,070

Short Term CG Distributions 0

Capital Gains/Losses Other sales 2,007,308

Cost or Other Basis, Expenses, Depreciation and Adjustments 1,666,780

Net Gain or Loss 340,528

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

Long Term CG Distributions		Amount	Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss					
Short Term CG Distributions		160,070	Capital Gains/Losses		2,007,308		1,666,780		340,528					
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
73 DOW CHEMICAL CO	260543103	X				10/7/2014	10/31/2016	3,228	3,001				0	227
74 DREYFUS INTMED TERM INC	261967772	X				2/25/2013	11/1/2016	434	448				0	-14
75 DREYFUS INTMED TERM INC	261967772	X				7/15/2014	11/1/2016	1,609	1,648				0	-39
76 DREYFUS INTMED TERM INC	261967772	X				12/16/2014	11/1/2016	8,788	8,955				0	-167
77 DREYFUS INTMED TERM INC	261967772	X				11/10/2014	11/1/2016	9,169	9,216				0	-47
78 DREYFUS HIGH YIELD-I	261980759	X				12/8/2014	11/1/2016	426	449				0	-23
79 DREYFUS HIGH YIELD-I	261980759	X				7/13/2012	11/1/2016	19,574	20,466				0	-892
80 DYNEX INC	26817R108	X				6/1/2016	10/31/2016	2,170	3,926				0	-1,756
81 DYNEX INC	26817R108	X				5/31/2016	12/7/2016	2,265	5,261				0	-2,995
82 DYNEX INC	26817R108	X				6/1/2016	12/7/2016	81	196				0	-115
83 DYNEX INC	26817R108	X				7/27/2016	12/7/2016	1,214	2,421				0	-1,207
84 DYNEX INC	26817R108	X				3/18/2016	12/8/2016	572	959				0	-387
85 DYNEX INC	26817R108	X				3/17/2016	12/8/2016	654	1,088				0	-434
86 DYNEX INC	26817R108	X				7/27/2016	12/8/2016	3,836	7,908				0	-3,972
87 DYNEX INC	26817R108	X				3/18/2016	12/8/2016	2,169	3,701				0	-1,532
88 DYNEX INC	26817R108	X				3/17/2016	12/9/2016	7,101	11,291				0	-4,190
89 ELECTRONIC ARTS INC	285512109	X				8/29/2014	2/3/2016	4,193	2,644				0	1,549
90 ELECTRONIC ARTS INC	285512109	X				9/15/2014	2/3/2016	599	365				0	234
91 ELECTRONIC ARTS INC	285512109	X				9/15/2014	2/4/2016	15,116	9,495				0	5,621
92 ELECTRONIC ARTS INC	285512109	X				10/28/2016	10/31/2016	780	798				0	-18
93 EXELON CORP	30161N101	X				8/19/2015	3/17/2016	16,755	16,404				0	351
94 EXELON CORP	30161N101	X				8/20/2015	5/31/2016	8,867	8,873				0	-6
95 EXELON CORP	30161N101	X				8/20/2015	10/31/2016	3,061	3,072				0	-11
96 EXON MOBIL CORP	30231G102	X				6/18/2014	3/3/2016	2,628	3,279				0	-651
97 EXON MOBIL CORP	30231G102	X				7/22/2015	3/3/2016	9,034	9,058				0	-24
98 EXON MOBIL CORP	30231G102	X				7/27/2015	3/3/2016	4,763	4,631				0	132
99 EXON MOBIL CORP	30231G102	X				7/27/2015	3/17/2016	3,533	3,354				0	179
100 EXON MOBIL CORP	30231G102	X				8/21/2015	3/17/2016	6,561	5,769				0	792
101 EXON MOBIL CORP	30231G102	X				8/21/2015	10/31/2016	3,338	2,958				0	380
102 FACEBOOK INC-A	30303M102	X				6/2/2015	9/30/2016	5,890	3,707				0	2,183
103 FACEBOOK INC-A	30303M102	X				6/2/2015	10/31/2016	3,146	1,934				0	1,212
104 FACEBOOK INC-A	30303M102	X				5/4/2015	10/31/2016	6,554	3,945				0	2,609
105 FACEBOOK INC-A	30303M102	X				5/4/2015	11/14/2016	9,045	6,154				0	2,891
106 FACEBOOK INC-A	30303M102	X				5/4/2015	11/16/2016	1,405	947				0	458
107 FACEBOOK INC-A	30303M102	X				12/16/2014	11/16/2016	5,269	3,392				0	1,877
108 GENERAL ELECTRIC CO	369604103	X				12/22/2016	10/31/2016	2,934	2,815				0	119
109 HALIBURTON CO	406216101	X				10/10/2014	6/22/2016	6,698	8,291				0	-1,593
110 HALIBURTON CO	406216101	X				12/31/2014	6/22/2016	2,679	2,358				0	321
111 HALIBURTON CO	406216101	X				12/31/2014	10/31/2016	3,226	2,751				0	475
112 HARLEY DAVIDSON INC	412822108	X				8/16/2013	10/31/2016	10,373	14,022				0	-3,648
113 HARLEY DAVIDSON INC	412822108	X				8/19/2013	10/31/2016	9,941	13,409				0	-3,468
114 HARLEY DAVIDSON INC	412822108	X				8/23/2013	10/31/2016	1,729	2,393				0	-664
115 HARTFORD FINL SVCS GRO	416515104	X				10/20/2014	7/20/2016	9,166	7,661				0	1,505
116 HARTFORD FINL SVCS GRO	416515104	X				10/4/2016	10/31/2016	3,554	3,487				0	67
117 HERSHEY CO	427866108	X				12/19/2014	1/8/2016	7,709	9,458				0	-1,749
118 HERSHEY CO	427866108	X				12/19/2014	1/26/2016	7,134	8,828				0	-1,694
119 HERSHEY CO	427866108	X				1/7/2015	1/26/2016	2,208	2,730				0	-522
120 HERSHEY CO	427866108	X				12/18/2014	3/22/2016	10,134	11,673				0	-1,539
121 HONEYWELL INTL INC	438516106	X				10/6/2016	10/31/2016	110	116				0	-6
122 HONEYWELL INTL INC	438516106	X				11/9/2012	10/31/2016	4,833	2,688				0	2,165
123 ILLINOIS TOOL WKS INC	452308109	X				8/4/2015	10/31/2016	5,132	3,987				0	1,145
124 INCYTE CORPORATION	45337C102	X				10/6/2016	10/31/2016	871	943				0	-72
125 INTEL CORP	458140100	X				10/7/2016	10/31/2016	5,238	5,718				0	-480
126 INTEL CORP	458140100	X				10/7/2016	11/1/2016	4,478	4,955				0	-477
127 INTEL CORP	458140100	X				6/23/2016	11/1/2016	3,445	3,298				0	147
128 INTEL CORP	458140100	X				6/23/2016	11/16/2016	9,723	9,235				0	488
129 INTERCONTINENTAL EXCHA	45868F104	X				6/9/2014	7/20/2016	1,052	763				0	286
130 INTERCONTINENTAL EXCHA	45868F104	X				11/7/2013	7/20/2016	16,825	8,397				0	8,438
131 INTERCONTINENTAL EXCHA	45868F104	X				11/7/2013	10/31/2016	4,336	2,097				0	2,239
132 JOHNSON & JOHNSON	478160104	X				8/4/2015	12/20/2016	12,429	13,027				0	-598
133 JOHNSON & JOHNSON	478160104	X				8/4/2015	5/19/2016	4,268	3,808				0	480
134 JOHNSON & JOHNSON	478160104	X				8/3/2015	5/19/2016	4,268	3,787				0	481
135 JOHNSON & JOHNSON	478160104	X				8/3/2015	10/6/2016	5,690	4,764				0	906
136 JOHNSON & JOHNSON	478160104	X				7/9/2015	10/6/2016	1,422	1,188				0	234
137 JOHNSON & JOHNSON	478160104	X				7/9/2015	10/31/2016	3,484	2,970				0	514
138 KOHL'S CORP	500255104	X				1/7/2016	5/9/2016	18,341	22,404				0	-4,063
139 LILLY ELI & CO	532457108	X				1/20/2016	10/31/2016	2,966	3,271				0	-305
140 MARATHON PETROLEUM CO	56565A102	X				11/12/2015	10/31/2016	2,818	3,263				0	-445
141 MERCK & CO INC	58933Y105	X				8/11/2016	10/31/2016	3,538	3,821				0	-283
142 MICROSOFT CORPORATION	594918104	X				1/5/2016	2/11/2016	3,916	4,414				0	-498
143 MICROSOFT CORPORATION	594918104	X				4/20/2016	5/6/2016	7,954	8,991				0	-1,027
144 MICROSOFT CORPORATION	594918104	X				1/5/2016	6/23/2016	6,733	7,172				0	-439

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			180,070		Capital Gains/Losses												2,007,308		1,666,780		340,528		0	
			0																					
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										
145 MICROSOFT CORPORATION	594918104	X				16/2016	6/23/2016	10,877	11,339				0	-462										
146 MICROSOFT CORPORATION	594918104	X				17/2016	6/23/2016	19,682	20,104				0	-422										
147 MICROSOFT CORPORATION	594918104	X				4/20/2016	6/23/2016	3,626	3,928				0	-303										
148 MICROSOFT CORPORATION	594918104	X				9/22/2015	6/23/2016	2,590	2,181				0	409										
149 MICROSOFT CORPORATION	594918104	X				9/22/2015	9/2/2016	10,931	8,287				0	2,644										
150 MICROSOFT CORPORATION	594918104	X				9/22/2015	10/13/2016	6,842	5,234				0	1,608										
151 MICROSOFT CORPORATION	594918104	X				9/22/2015	10/31/2016	1,805	1,308				0	497										
152 MONDELEZ INTERNATIONAL	609207105	X				10/3/2016	10/31/2016	3,625	3,505				0	120										
153 MONSTER BEVERAGE CORP	61174X109	X				1/13/2014	10/31/2016	4,045	1,951				0	2,094										
154 NETFLIX COM INC	84110L106	X				1/7/2016	7/19/2016	7,174	9,362				0	-2,188										
155 NETFLIX COM INC	84110L106	X				1/13/2016	7/19/2016	5,722	7,249				0	-1,527										
156 NETFLIX COM INC	84110L106	X				1/21/2016	7/19/2016	3,672	4,576				0	-904										
157 HERSEY CO	427868108	X				1/7/2015	3/22/2016	4,843	5,670				0	-827										
158 HOME DEPOT INC	437076102	X				11/20/2008	10/31/2016	4,653	730				0	3,923										
159 NIKE INC CLASS B	65410B103	X				12/4/2015	10/31/2016	3,522	4,634				0	-1,112										
160 NUCOR CORP	870346105	X				4/24/2013	10/31/2016	2,419	2,179				0	240										
161 NVIDIA CORP	87066G104	X				10/18/2016	10/31/2016	3,563	3,343				0	220										
162 PNC FINANCIAL SERVICES G	693475105	X				11/8/2011	1/19/2016	11,090	7,019				0	4,071										
163 PNC FINANCIAL SERVICES G	693475105	X				9/24/2009	1/19/2016	7,593	3,984				0	3,609										
164 PNC FINANCIAL SERVICES G	693475105	X				9/24/2009	1/20/2016	17,637	9,446				0	8,191										
165 PALO ALTO NETWORKS INC	697435105	X				4/21/2015	7/21/2016	380	461				0	-81										
166 PALO ALTO NETWORKS INC	697435105	X				10/27/2015	7/21/2016	6,715	8,403				0	-1,688										
167 PALO ALTO NETWORKS INC	697435105	X				3/31/2015	7/21/2016	2,914	3,384				0	-470										
168 PALO ALTO NETWORKS INC	697435105	X				3/31/2015	8/2/2016	10,514	12,212				0	-1,698										
169 PALO ALTO NETWORKS INC	697435105	X				3/25/2015	10/31/2016	1,546	1,471				0	75										
170 PALO ALTO NETWORKS INC	697435105	X				4/20/2016	10/31/2016	2,498	2,832				0	-334										
171 PANERA BREAD CO CL A	69840W108	X				6/4/2013	10/31/2016	2,145	1,631				0	514										
172 PEPSICO INC	713448108	X				11/1/2012	10/31/2016	3,968	2,570				0	1,398										
173 PEPSICO INC	713448108	X				1/8/2015	9/14/2016	9,494	9,103				0	391										
174 PEPPER INC	717081103	X				6/26/2015	9/14/2016	7,460	7,531				0	-71										
175 PEPPER INC	717081103	X				10/22/2013	9/14/2016	339	307				0	32										
176 PEPPER INC	717081103	X				10/22/2013	10/6/2016	5,703	5,224				0	479										
177 PEPPER INC	717081103	X				10/22/2013	10/31/2016	1,272	1,229				0	43										
178 PEPPER INC	717081103	X				7/7/2009	10/31/2016	1,272	586				0	666										
179 PEPPER INC	71872109	X				11/9/2012	10/3/2016	2,919	2,572				0	347										
180 PHILIP MORRIS INTERNAT	71872109	X				4/30/2015	10/3/2016	19,461	16,649				0	2,812										
181 PHILIP MORRIS INTERNAT	71872109	X				9/29/2015	10/31/2016	2,887	2,358				0	529										
182 PHILIP MORRIS INTERNAT	71872109	X				11/20/2014	2/11/2016	7,995	8,543				0	-548										
183 PHILIP MORRIS INTERNAT	718548104	X				12/10/2014	2/11/2016	5,088	4,697				0	391										
184 PHILLIPS 66	718548104	X				12/11/2014	2/11/2016	6,542	6,094				0	448										
185 PHILLIPS 66	718548104	X				2/19/2015	5/3/2016	8,284	8,331				0	-47										
186 PIONEER NATURAL RESOUR	723787107	X				2/19/2015	8/25/2016	1,082	961				0	121										
187 PIONEER NATURAL RESOUR	723787107	X				2/17/2015	8/25/2016	7,931	6,918				0	1,013										
188 PIONEER NATURAL RESOUR	723787107	X				2/17/2015	10/31/2016	2,334	2,044				0	290										
189 PIONEER NATURAL RESOUR	723787107	X				11/3/2015	10/31/2016	4,357	4,555				0	-198										
190 PIONEER NATURAL RESOUR	723787107	X				10/27/2016	10/31/2016	3,446	3,513				0	-67										
191 PROCTER & GAMBLE CO	742718109	X				3/30/2016	7/12/2016	3,287	2,984				0	323										
192 QUALCOMM INC	747525103	X				3/31/2016	7/12/2016	1,643	1,471				0	166										
193 SALESFORCE COM INC	794661302	X				8/19/2016	10/13/2016	9,900	10,832				0	-932										
194 SALESFORCE COM INC	794661302	X				3/31/2016	10/13/2016	1,414	1,471				0	-53										
195 SALESFORCE COM INC	794661302	X				3/31/2016	10/14/2016	720	738				0	-18										
196 SALESFORCE COM INC	794661302	X				6/22/2010	10/14/2016	7,920	2,586				0	5,334										
197 SALESFORCE COM INC	794661302	X				6/22/2010	10/18/2016	7,998	2,586				0	5,412										
198 SALESFORCE COM INC	794661302	X				6/28/2010	10/18/2016	2,181	687				0	1,494										
199 SALESFORCE COM INC	794661302	X				6/28/2010	10/31/2016	3,010	916				0	2,094										
200 SALESFORCE COM INC	794661302	X				5/22/2015	8/23/2016	2,454	2,763				0	-309										
201 SALESFORCE COM INC	794661302	X				5/26/2015	8/23/2016	4,908	5,471				0	-563										
202 SCHLUMBERGER LTD	806857108	X				7/22/2015	8/23/2016	1,638	1,631				0	55										
203 SCHLUMBERGER LTD	806857108	X				7/22/2015	10/31/2016	3,142	3,362				0	-240										
204 SCHLUMBERGER LTD	806857108	X				6/29/2015	10/31/2016	4,802	4,855				0	-53										
205 SCHWAB CHARLES CORP INC	808513105	X				5/6/2015	1/6/2016	7,387	8,267				0	-880										
206 SEMPER ENERGY	816851109	X				5/7/2015	1/6/2016	6,371	7,172				0	-801										
207 SEMPER ENERGY	816851109	X				6/29/2015	1/6/2016	1,471	1,594				0	-117										
208 SEMPER ENERGY	816851109	X				2/26/2007	1/7/2016	1,055	737				0	318										
209 SEMPER ENERGY	816851109	X				2/26/2007	1/7/2016	3,517	2,456				0	1,061										
210 SEMPER ENERGY	816851109	X				11/13/2007	1/7/2016	11,429	7,684				0	3,765										
211 SEMPER ENERGY	816851109	X				5/4/2011	1/7/2016	4,386	2,748				0	1,649										
212 SEMPER ENERGY	816851109	X				6/29/2015	1/7/2016	9,144	10,359				0	-1,215										
213 SEMPER ENERGY	816851109	X				8/15/2013	3/17/2016	4,260	3,044				0	1,216										
214 SEMPER ENERGY	81762P102	X				8/14/2013	3/17/2016	5,477	3,876				0	1,601										
215 SERVICENOW INC	81762P102	X											0											

[illegible]

										Amount		Totals					
Long Term CG Distributions					Short Term CG Distributions					160,070		Capital Gains/Losses		Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss
										0		Other sales		2,007,308	1,666,780		340,528
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			
289 AETNA INC.	008171108	X				1/13/2016	11/4/2016	28,427	26,194					233			
290 AGILENT TECHNOLOGIES INC	008460101	X				12/9/2015	10/6/2016	5,189	4,539					650			
291 AGILENT TECHNOLOGIES INC	008460101	X				12/9/2015	10/18/2016	9,086	6,253					833			
292 AGILENT TECHNOLOGIES INC	008460101	X				12/9/2015	10/31/2016	2,180	2,063					117			
293 ALLY FINANCIAL INC	02005N100	X				1/7/2015	10/31/2016	3,235	3,235					-720			
294 ALPHABET INC/CA-CL A	02079K305	X				9/23/2016	10/31/2016	8,121	8,150					-29			
295 ALPHABET INC/CA-CL A	02079K305	X				8/2/2016	10/31/2016	4,061	3,985					76			
296 ALPHABET INC/CA-CL A	02079K305	X				8/2/2016	12/2/2016	6,101	6,376					-275			
297 ALPHABET INC/CA-CL A	02079K305	X				7/17/2015	12/2/2016	3,813	3,481					332			
298 ALPHABET INC/CA-CL A	02079K305	X				7/17/2015	12/7/2016	7,770	6,961					809			
299 AMAZON COM INC	023135106	X				10/30/2015	10/31/2016	9,470	7,539					1,931			
300 AMERICAN TOWER CORP	03027X100	X				6/24/2015	10/31/2016	2,225	1,612					413			
301 AMERICAN TOWER CORP	03027X100	X				6/25/2015	10/31/2016	1,640	1,392					308			
302 AMGEN INC	031162100	X				10/12/2015	7/8/2016	8,761	6,457					304			
303 AMGEN INC	031162100	X				9/16/2013	10/19/2016	18,410	13,319					5,091			
304 AMGEN INC	031162100	X				10/12/2015	10/19/2016	1,292	1,230					62			
305 ANACOR PHARMACEUTICAL	032420101	X				7/15/2015	5/26/2016	13,948	18,725					-4,777			
306 ANACOR PHARMACEUTICAL	032420101	X				11/9/2015	5/26/2016	100	110					-10			
307 ANALOG DEVICES INC	032654105	X				10/21/2015	16/2016	11,061	13,243					-2,182			
308 ANALOG DEVICES INC	032654105	X				10/21/2015	17/2016	20,060	24,506					-4,446			
309 ANHEUSER BUSCH INBEV SF	03524A108	X				4/14/2014	16/2016	10,059	10,598					-539			
310 ANHEUSER BUSCH INBEV SF	03524A108	X				4/15/2014	16/2016	1,928	1,726					202			
311 ANHEUSER BUSCH INBEV SF	03524A108	X				4/15/2014	4/4/2016	14,104	12,082					2,022			
312 SECTION 1231 GAIN FROM TF		X						7,616						7,616			

Part I, Line 11 (990-PF) - Other Income

		-9,147	-9,147	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	TIMBERVEST PARTNERS II LP ORDINARY INCOME/LOSS	-9,147	-9,147	
2			0	

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

		1,010	1,010	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	1,010	1,010		0

Part I, Line 16c (990-PF) - Other Professional Fees

		1,000	0	0	1,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	CONSULTANT FEES	1,000			1,000

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

		25,673	4,323	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	4,323	4,323		
2	ESTIMATED EXCISE PAYMENTS	12,451			
3	FICA TAX	8,367			
4	PA SUI EMPLOYER TAX	532			

Part I, Line 23 (990-PF) - Other Expenses

		9,215	0	0	9,215
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	CLEANING SERVICE	520			520
2	EQUIPMENT/REPAIRS	2,020	0		2,020
3	INSURANCE-OFFICE	1,188	0		1,188
4	MAINTENANCE CONTRACTS	98	0		98
5	MISCELLANEOUS	971	0		971
6	POSTAGE	310	0		310
7	SUBSCRIPTIONS/DUES	859	0		859
8	SUPPLIES	564	0		564
9	TELEPHONE & INTERNET	2,685	0		2,685

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	15,200,884
2	ALLERGAN PLC		0	30,130	38,222
3	ACCENTURE PLC IRELAND SHS CL A		0	23,370	27,994
4	EATON CORP PLC		0	33,771	47,097
5	INGERSOLL-RAND PLC		0	27,225	58,531
6	INVESCO LTD		0	37,857	50,971
7	NABORS INDUSTRIES LTD COM		0	21,844	35,260
8	BROADCOM LTD.		0	39,669	86,617
9	AT&T INC		0	43,532	55,714
10	ABBOTT LABORATORIES		0	21,968	22,278
11	ADOBE SYS INC COM		0	18,770	47,666
12	DREYFUS PREM MIDCAP VALUE-Y		0	391,064	464,242
13	AGILENT TECHNOLOGIES INC		0	20,211	22,324
14	ALEXION PHARMACEUTICALS INC		0	32,702	30,098
15	ALLY FINANCIAL INC		0	50,667	45,648
16	ALPHABET INC/CA		0	81,552	110,943
17	AMAZON COM INC		0	26,975	89,984
18	AMERICAN TOWER CORP-CL A		0	34,489	38,785
19	APPLE COMPUTER INC COM		0	8,089	41,811
20	BNY MELLON BOND FD CL M		0	1,357,705	1,295,874
21	BANK AMER CORP		0	51,131	68,510
22	BIOMARIN PHARMACEUTICAL INC		0	20,352	16,651
23	BRISTOL MYERS SQUIBB CO COM		0	23,706	28,051
24	CABOT OIL & GAS CORP		0	25,710	24,995
25	CELANESE CORP DEL		0	17,762	40,945
26	CELGENE CORP		0	28,467	30,326
27	CHEVRONTXACO CORP		0	22,664	36,722
28	CITIZENS FINANCIAL GROUP INC		0	34,542	56,652
29	COMCAST CORP NEW CL A		0	10,974	25,548
30	CONSTELLATION BRANDS INC		0	28,442	34,188
31	COSTCO WHSL CORP NEW		0	23,108	36,185
32	DISNEY (WALT) COMPANY HOLDING CO.		0	20,968	40,542
33	DOMINION RES INC VA NEW		0	28,093	31,402
34	DOW CHEMICAL COMPANY COMMON		0	32,851	38,337
35	DREYFUS INTMED TERM INC-Y		0	1,631,545	1,619,078
36	DREYFUS PREM LT TRM HI YLD-R		0	359,589	352,707
37	DREYFUS GLOBAL REAL ES SEC-Y		0	256,422	292,574
38	DREYFUS GROWTH & VALUE FDS INC		0	215,819	266,064
39	DREYFUS SM CAP STCK INDX-I		0	415,557	690,878
40	DREYFUS MIDCAP INDEX-I		0	647,765	1,011,448
41	ELECTRONIC ARTS		0	32,766	32,292
42	EXELON CORP		0	31,519	35,135
43	EXXON MOBIL CORP		0	13,194	33,125
44	FACEBOOK INC		0	32,276	75,358
45	GENERAL ELECTRIC CO		0	32,095	36,024
46	HALLIBURTON COMPANY COM		0	20,304	35,699

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	HARTFORD FINL SVCS GROUP INC COM		0	43,019	15,200,884
48	HOME DEPOT INC USD 0.05		0	7,338	52,415
49	HONEYWELL INTL INC		0	19,866	51,487
50	ILLINOIS TOOL WORKS INC COM		0	43,043	55,376
51	INCYTE GENOMICS INC		0	21,174	60,618
52	INTEL CORPORATION		0	34,572	22,059
53	INTERCONTINENTAL EXCHANGE GRO		0	23,196	38,084
54	ISHARES MSCI EMERGING MKTS INDEX F		0	400,007	49,932
55	ISHARES MSCI EAFE INDEX FD		0	570,766	330,459
56	ISHARES RUSSELL 1000 INDEX FD		0	1,734,030	530,137
57	JOHNSON & JOHNSON COM		0	31,800	3,374,857
58	ELI LILLY & CO COM		0	40,337	37,789
59	MARATHON PETROLEUM CORP		0	37,829	36,775
60	MERCK & CO INC		0	36,060	43,301
61	MICROSOFT CORP COM		0	13,520	39,443
62	MICRON TECHNOLOGY		0	46,881	19,263
63	MONDELEZ INTERNATIONAL INC		0	36,031	56,773
64	MONSTER BEVERAGE CORP		0	19,640	38,567
65	NIKE INC CL B		0	40,233	38,044
66	NUCOR CORP		0	24,399	38,326
67	NVIDIA CORP		0	45,048	33,331
68	PALO ALTO NETWORKS INC		0	23,192	69,381
69	PANERA BREAD CO		0	34,767	21,133
70	PEPSICO INC		0	28,801	33,019
71	PFIZER INC COM		0	13,032	59,430
72	PHILIP MORRIS INTERNATIONAL		0	21,924	28,907
73	PIONEER NAT RES CO		0	26,307	37,511
74	T ROWE PRICE HIGH YIELD FUND INC		0	343,724	30,972
75	PROCTER & GAMBLE CO COM		0	41,253	339,515
76	QUALCOMM INC		0	58,545	51,289
77	SALESFORCE COM INC		0	8,474	59,332
78	SCHLUMBERGER LIMITED COM		0	25,766	25,330
79	SCHWAB CHARLES CORP NEW		0	47,393	33,496
80	SYNCHRONY FINANCIAL		0	36,103	58,416
81	TAIWAN SEMICONDUCTOR ADR		0	39,833	47,514
82	UNITED HEALTH GROUP INC		0	51,979	42,550
83	UNIVERSAL HEALTH SVCS INC CL B		0	29,979	61,935
84	VALERO ENERGY CORP NEW		0	10,809	22,978
85	VANGUARD EUROPE PACIFIC ETF		0	618,799	36,893
86	VANGUARD INTL EQUITY INDEX FD		0	421,191	551,681
87	VANGUARD INDEX TR		0	230,414	344,382
88	VERIZON COMMUNICATIONS INC		0	9,253	319,391
89	VISA INC		0	43,017	17,082
90	VOYA FINANCIAL INC		0	40,621	43,691
91	WELLS FARGO & CO NEW		0	20,644	47,064
92	WILLIAMS CO INC		0	27,456	39,128
					28,026

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93	YUM BRANDS INC		0	16,498	32,298
94	ZIMMER HLDGS INC		0	31,630	26,626
95	3M CO		0	29,647	37,143
96	TIME WARNER INC.		0	52,133	67,571
97	UNITED TECHNOLOGIES CORP		0	23,067	40,669

Part II, Line 15 (990-PF) - Other Assets

		428,691	385,100	425,169
		Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	TIMBERVEST PARTNERS II		385,100	425,169

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

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

1	PARTNERSHIP DISTRIBUTION FROM TIMBERVEST PARTNERSHIP II, LP	1	10,000
2	Total	2	10,000

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

1	TAX COST BASIS ADJUSTMENT EATON	1	120
2	COST BASIS ADJUSTMENT VANGUARD 922908553	2	3,690
3	COST BASIS ADJUSTMENT EATON G29183103	3	1,478
4	TIMBERVEST PARTNERSHIP ADJUSTMENT	4	1,224
5	TIMBERVEST PARTNERS II, LP FUND STATEMENT ADJUSTMENT	5	43,591
6	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	6	3,011
7	Total	7	53,114

Long Term CG Distributions	160,070
Short Term CG Distributions	0

Long Term CG Distributions	160,070
Short Term CG Distributions	0

[illegible]

Long Term CG Distributions	160,070
Short Term CG Distributions	0

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

Long Term CG Distributions		Short Term CG Distributions		Amount		180,070		0		1,847,238		0		1,666,780		180,458		0		0		0		180,458	
Description of Property Sold		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 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses											
277	ACTIVISION BLIZZARD INC	00507V109		10/13/2015	2/3/2016	4,274		0	4,286	-12		0	0	-12											
278	ACTIVISION BLIZZARD INC	00507V109		10/9/2015	2/4/2016	12,410		0	12,489	-79		0	0	-79											
279	ACTIVISION BLIZZARD INC	00507V109		10/13/2015	2/4/2016	3,182		0	3,297	-115		0	0	-115											
280	ADOBE SYSTEMS INC	00724F101		3/30/2016	7/12/2016	2,817		0	2,817	108		0	0	108											
281	ADOBE SYSTEMS INC	00724F101		3/31/2016	7/12/2016	1,950		0	1,876	74		0	0	74											
282	ADOBE SYSTEMS INC	00724F101		3/31/2016	9/30/2016	2,161		0	1,876	285		0	0	285											
283	ADOBE SYSTEMS INC	00724F101		8/4/2015	9/30/2016	3,555		0	2,707	858		0	0	858											
284	ADOBE SYSTEMS INC	00724F101		8/4/2015	10/31/2016	4,723		0	3,610	1,113		0	0	1,113											
285	ADVANSIX INC	007731101		11/9/2012	10/6/2016	26		0	15	11		0	0	11											
286	ADVANSIX INC	007731101		10/3/2006	10/6/2016	253		0	101	152		0	0	152											
287	ADVANSIX INC	007731101		10/3/2006	11/3/2016	14		0	5	9		0	0	9											
288	AETNA INC	00817Y108		1/13/2016	10/31/2016	2,352		0	2,324	28		0	0	28											
289	AETNA INC	00817Y108		1/13/2016	11/4/2016	26,427		0	26,194	233		0	0	233											
290	AGILENT TECHNOLOGIES INC	00848U101		12/9/2015	10/6/2016	5,189		0	4,539	650		0	0	650											
291	AGILENT TECHNOLOGIES INC	00848U101		12/9/2015	10/18/2016	9,086		0	8,253	833		0	0	833											
292	AGILENT TECHNOLOGIES INC	00848U101		12/9/2015	10/31/2016	2,180		0	2,063	117		0	0	117											
293	ALLY FINANCIAL INC	02005N100		1/7/2015	10/31/2016	2,515		0	3,235	-720		0	0	-720											
294	ALPHABET INC/CA-CL A	02079K305		9/23/2016	10/31/2016	8,121		0	8,150	-29		0	0	-29											
295	ALPHABET INC/CA-CL A	02079K305		8/2/2016	10/31/2016	4,061		0	3,985	76		0	0	76											
296	ALPHABET INC/CA-CL A	02079K305		8/2/2016	12/2/2016	6,101		0	6,376	-275		0	0	-275											
297	ALPHABET INC/CA-CL A	02079K305		7/17/2015	12/2/2016	3,813		0	3,481	332		0	0	332											
298	ALPHABET INC/CA-CL A	02079K305		7/17/2015	12/7/2016	7,770		0	6,961	809		0	0	809											
299	AMAZON COM INC	023135106		10/30/2015	10/31/2016	9,470		0	7,539	1,931		0	0	1,931											
300	AMERICAN TOWER CORP	03027X100		6/24/2015	10/31/2016	2,225		0	1,812	413		0	0	413											
301	AMERICAN TOWER CORP	03027X100		6/25/2015	10/31/2016	1,640		0	1,332	308		0	0	308											
302	AMGEN INC	031162100		10/12/2015	7/8/2016	8,761		0	8,457	304		0	0	304											
303	AMGEN INC	031162100		9/16/2013	10/19/2016	18,410		0	13,319	5,091		0	0	5,091											
304	AMGEN INC	031162100		10/12/2015	10/19/2016	1,292		0	1,230	62		0	0	62											
305	ANACOR PHARMACEUTICAL	032420101		7/15/2015	5/26/2016	13,948		0	18,725	-4,777		0	0	-4,777											
306	ANACOR PHARMACEUTICAL	032420101		11/9/2015	5/26/2016	100		0	110	-10		0	0	-10											
307	ANALOG DEVICES INC	032654105		10/21/2015	1/6/2016	11,061		0	13,243	-2,182		0	0	-2,182											
308	ANALOG DEVICES INC	032654105		10/21/2015	1/7/2016	20,060		0	24,506	-4,446		0	0	-4,446											
309	ANHEUSER BUSCH INBEV SF	03524A108		4/14/2014	1/6/2016	11,198		0	10,059	1,139		0	0	1,139											
310	ANHEUSER BUSCH INBEV SF	03524A108		4/15/2014	1/6/2016	1,926		0	1,726	200		0	0	200											
311	ANHEUSER BUSCH INBEV SF	03524A108		4/15/2014	4/4/2016	14,104		0	12,082	2,022		0	0	2,022											
312	SECTION 1231 GAIN FROM T					7,616		0	0	7,616		0	0	7,616											

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
			P O Box 185	Pittsburgh	PA	15230-0185		CORPORATE TRUSTEE		45,699	NONE	NONE
1	MR T WILLIAM BOXX	X	P O Box 186	LATROBE	PA	15650		CHAIRMAN AND TREASURE VICE CHAIRMAN	40.00	94,667	22,326	
2	CHARLES R KESLER, Ph D		730 HUNTINGTON CIRCLE	PASADENA	CA	91105		CHAIRMAN		0		
3	MR NORBERT J PAIL		513 SUMMIT DRIVE	LIGONIER	PA	15658		SECRETARY		0		
4	MR JONATHAN C HALL		514 MECKLEM LANE	ELWOOD CITY	PA	16117				0		
5	MRS ZAN MCKENNA RICH		203 WESTVIEW DRIVE	LIGONIER	PA	15658				0		
6												
										140,366	22,326	0

Attachment to Form 990PF Part VIII, Column (b) Title and Average Hours Per Week Devoted To Position

The compensation reported in column (b) paid to BNY Mellon, N.A. as Corporate Trustee is calculated based on market value and current fee schedule. It is not determined on an hourly basis. Corporate Trustee services include administrative responsibilities, grant requirements, recordkeeping, investment management, income collection, statement and accounting services, and regulatory reporting.

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

	Date	Amount
1 Credit from prior year return		1 5,276
2 First quarter estimated tax payment	5/10/2016	2 1,025
3 Second quarter estimated tax payment	6/9/2016	3 1,025
4 Third quarter estimated tax payment	9/9/2016	4 1,025
5 Fourth quarter estimated tax payment	12/8/2016	5 9,376
6 Other payments		6
7 Total		7 17,727