

Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

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 NICHOLAS CHARITABLE TRUST			A Employer identification number 25-6785253	
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	B Telephone number (see instructions) (888) 730-4933	
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101		C If exemption application is pending, check here <input type="checkbox"/>		
Foreign country name Foreign province/state/county Foreign postal code		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 133,349		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

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	2,025	1,955		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,967			
	b Gross sales price for all assets on line 6a 65,037				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	58	1,955	0	
	13 Compensation of officers, directors, trustees, etc	2,671	2,404		267
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	846			846
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	40	40		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	35			35
	24 Total operating and administrative expenses. Add lines 13 through 23	3,592	2,444	0	1,148
	25 Contributions, gifts, grants paid	12,846			12,846
	26 Total expenses and disbursements. Add lines 24 and 25	16,438	2,444	0	13,994
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-16,380			
	b Net investment income (if negative, enter -0-)		0		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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
Assets	1 Cash—non-interest-bearing	11		
	2 Savings and temporary cash investments	11,283	6,031	6,031
	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)			
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	129,626	118,570	127,318
	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)	140,920	124,601	133,349
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	140,920	124,601	
	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)	140,920	124,601	
	31 Total liabilities and net assets/fund balances (see instructions)	140,920	124,601	

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	140,920
2 Enter amount from Part I, line 27a	2	-16,380
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	214
4 Add lines 1, 2, and 3	4	124,754
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	153
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	124,601

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-1,967
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	16,075	155,368	0.103464	
2014	16,943	173,620	0.097587	
2013	16,882	173,607	0.097243	
2012	41,504	196,495	0.211222	
2011	8,161	204,852	0.039839	
2 Total of line 1, column (d)			2	0.549355
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	0.109871
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4	133,342
5 Multiply line 4 by line 3			5	14,650
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	0
7 Add lines 5 and 6			7	14,650
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	13,994

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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-)	2		0
3	Add lines 1 and 2	3		0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		0
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	28	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		28
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		28
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		28

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) MA		
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 ► WELLS FARGO BANK N A Telephone no ► 888-730-4933
 Located at ► 100 N Main St MAC D4001-117 Winston Salem NC ZIP+4 ► 27101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No
 16 X

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

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

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

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)		2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)		3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b	X

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

5a	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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)?			5b N/A
	Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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?			6b X
	<i>If "Yes" to 6b, file Form 8870</i>			
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	2,671		

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

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

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	127,979
b	Average of monthly cash balances	1b	7,394
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	135,373
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	135,373
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	2,031
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	133,342
6	Minimum investment return. Enter 5% of line 5	6	6,667

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	6,667
2a	Tax on investment income for 2016 from Part VI, line 5	2a	
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,667
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	6,667
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	6,667

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	13,994
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	13,994
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,994

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				6,667
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				
b From 2012	31,689			
c From 2013	8,348			
d From 2014	8,517			
e From 2015	8,363			
f Total of lines 3a through e	56,917			
4 Qualifying distributions for 2016 from Part XII, line 4 \blacktriangleright \$ 13,994				
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)				6,667
d Applied to 2016 distributable amount	7,327			
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:	64,244			
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	64,244			
10 Analysis of line 9				
a Excess from 2012	31,689			
b Excess from 2013	8,348			
c Excess from 2014	8,517			
d Excess from 2015	8,363			
e Excess from 2016	7,327			

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

N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

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

Recipient	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	12,846
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

- | | |
|--|------------------|
| <p>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?</p> | |
| <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> | |
| <p>(1) Cash</p> | <p>1a</p> |
| <p>(2) Other assets</p> | <p>1a</p> |
| <p>b Other transactions</p> | |
| <p>(1) Sales of assets to a noncharitable exempt organization</p> | <p>1b</p> |
| <p>(2) Purchases of assets from a noncharitable exempt organization</p> | <p>1b</p> |
| <p>(3) Rental of facilities, equipment, or other assets</p> | <p>1b</p> |
| <p>(4) Reimbursement arrangements</p> | <p>1b</p> |
| <p>(5) Loans or loan guarantees</p> | <p>1b</p> |
| <p>(6) Performance of services or membership or fundraising solicitations</p> | <p>1b</p> |
| <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | <p>1</p> |
| <p>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.</p> | |

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

[illegible]

- 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**

John A. Senter SVP Wells Fargo Bank N.A.
Signature of officer or trustee

4/27/2017
Date

SVP Wells Fargo Bank N A
Title

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

**Paid
Preparer
Use Only**

JOSEPH J CASTRIANO

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
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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

ALDERSGATE UTD METHODIST CHURCH

Street

397 TYLER RUN RD

City

YORK

State

PA

Zip Code

17403

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,212

Name

ALBRIGHT CARE SERVICES

Street

90 MAPLEWOOD DRIVE

City

LEWISBURG

State

PA

Zip Code

17837

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,211

Name

THE BRETHEREN HOME FOUNDATION

Street

PO BOX 128

City

NEW OXFORD

State

PA

Zip Code

17350

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,211

Name

THE CHURCH OF THE BRETHEREN

Street

1505 DUNDEE AVENUE

City

ELGIN

State

IL

Zip Code

60120

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,212

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

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

Long Term CG Distributions		Amount		Totals												Gross Sales		Cost or Other Basis, Expenses Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions		2,840		Capital Gains/Losses Other sales												65,037		67,004		-1,967	
Description	CUSIP #	Check "X" to include in Part IV	Check "X" if Purchaser is a Business	Purchaser	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss							
1 ARTISAN INTERNATIONAL FUND	04314H402	X				11/10/2015	1/20/2016	130	147					-17							
2 ARTISAN INTERNATIONAL FUND	04314H402	X				11/10/2015	3/1/2016	188	206					-18							
3 ARTISAN INTERNATIONAL FUND	04314H402	X				10/8/2015	5/11/2016	165	168					-3							
4 ARTISAN INTERNATIONAL FUND	04314H402	X				11/10/2015	5/11/2016	116	121					-5							
5 ARTISAN INTERNATIONAL FUND	04314H402	X				2/17/2011	5/11/2016	480	387					93							
6 ARTISAN INTERNATIONAL FUND	04314H402	X				2/17/2011	8/24/2016	1,310	1,043					267							
7 ARTISAN SMALL CAP FUND-I	04314H758	X				7/23/2015	4/20/2016	157	195					-38							
8 ARTISAN SMALL CAP FUND-I	04314H758	X				7/23/2015	5/11/2016	1,297	1,661					-364							
9 ARTISAN SMALL CAP FUND-I	04314H758	X				7/23/2015	6/29/2016	298	358					-60							
10 ABERDEEN GLOBAL HIGH IN	04315J860	X				7/23/2015	6/29/2016	242	266					-24							
11 ABERDEEN GLOBAL HIGH IN	04315J860	X				7/23/2015	8/24/2016	1,804	1,914					-110							
12 ABERDEEN GLOBAL HIGH IN	04315J860	X				4/22/2016	8/24/2016	2,453	2,356					97							
13 ASHMORE EMERG MKTS CR	044820504	X				10/3/2013	8/24/2016	881	1,022					-141							
14 BLACKROCK GL US CREDIT	091938732	X				10/27/2015	1/20/2016	164	177					-13							
15 BLACKROCK GL US CREDIT	091938732	X				10/27/2015	6/29/2016	167	177					-10							
16 BLACKROCK GL US CREDIT	091938732	X				10/27/2015	8/24/2016	408	426					-18							
17 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/17/2011	6/29/2016	123	118					5							
18 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/17/2011	8/24/2016	385	354					31							
19 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/17/2011	10/3/2016	787	748					39							
20 STERLING CAPITAL STRAT	85917K546	X				6/20/2014	1/20/2016	4,574	5,703					-1,129							
21 STERLING CAPITAL STRAT	85917K546	X				7/23/2015	1/20/2016	513	611					-98							
22 TEMPLETON EMER MKT SOC	88019R690	X				1/23/2014	4/20/2016	153	152					-1							
23 TEMPLETON EMER MKT SOC	88019R690	X				1/23/2014	6/29/2016	128	129					-1							
24 TEMPLETON EMER MKT SOC	88019R690	X				1/23/2014	8/24/2016	520	491					29							
25 TEMPLETON EMER MKT SOC	88019R690	X				1/23/2014	10/25/2016	90	82					8							
26 TOUCHSTONE MID CAP VAL	89155H389	X				7/23/2015	3/1/2016	280	310					-30							
27 TOUCHSTONE MID CAP VAL	89155H389	X				7/13/2014	3/1/2016	65	72					-7							
28 TOUCHSTONE MID CAP VAL	89155H389	X				4/24/2014	3/1/2016	158	172					-14							
29 TOUCHSTONE MID CAP VAL	89155H389	X				4/24/2014	4/20/2016	181	182					-1							
30 CREDIT SUISSE COMM RET	22544R305	X				2/14/2012	8/24/2016	270	464					-194							
31 CREDIT SUISSE COMM RET	22544R305	X				5/10/2012	8/24/2016	470	754					-284							
32 CREDIT SUISSE COMM RET	22544R305	X				7/12/2013	8/24/2016	501	773					-272							
33 CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	8/24/2016	117	174					-57							
34 CREDIT SUISSE COMM RET	22544R305	X				2/17/2011	8/24/2016	423	503					-80							
35 OPPENHEIMER DEVELOPING	683974604	X				2/17/2011	10/25/2016	1,185	1,233					-48							
36 OPPENHEIMER DEVELOPING	683974604	X				2/17/2011	10/25/2016	138	137					1							
37 PRINCIPAL GL MULT STRAT	74255L696	X				8/8/2014	1/20/2016	73	77					-4							
38 PRINCIPAL GL MULT STRAT	74255L696	X				8/8/2014	8/24/2016	87	88					-1							
39 BOSTON P LINGSHRT RES-IN	74925K581	X				7/12/2013	12/1/2016	226	213					13							
40 BOSTON P LINGSHRT RES-IN	74925K581	X				7/12/2013	6/29/2016	73	67					6							
41 BOSTON P LINGSHRT RES-IN	74925K581	X				7/12/2013	8/24/2016	2,658	2,329					329							
42 T ROWE PRICE SHORT TERM	77957P105	X				10/8/2015	4/20/2016	95	95					0							
43 T ROWE PRICE SHORT TERM	77957P105	X				11/10/2015	4/20/2016	147	146					1							
44 T ROWE PRICE REAL ESTAT	779919109	X				1/22/2016	6/29/2016	206	183					23							
45 SPDR DJ WILSHIRE INTERNA	78463X863	X				7/10/2013	1/20/2016	70	81					-11							
46 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/17/2011	1/20/2016	1,901	2,125					-224							
47 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/17/2011	3/1/2016	235	236					-1							
48 COLUMBIA SELECT S/C VAL	19766H437	X				1/22/2016	4/20/2016	234	222					12							
49 COLUMBIA SELECT S/C VAL	19766H437	X				1/22/2016	4/20/2016	157	136					21							
50 COLUMBIA SELECT S/C VAL	19766H437	X				1/22/2016	5/11/2016	1,313	1,177					136							
51 CREDIT SUISSE COMM RET	22544R305	X				2/17/2011	3/1/2016	34	74					-40							
52 CREDIT SUISSE COMM RET	22544R305	X				8/12/2011	3/1/2016	115	240					-125							
53 CREDIT SUISSE COMM RET	22544R305	X				8/12/2011	6/29/2016	21	37					-16							
54 CREDIT SUISSE COMM RET	22544R305	X				10/24/2011	6/29/2016	480	803					-323							
55 CREDIT SUISSE COMM RET	22544R305	X				10/24/2011	6/29/2016	69	114					-45							
56 ASG GLOBAL ALTERNATIVES	638727885	X				7/12/2013	6/29/2016	124	150					-26							
57 MORGAN STANLEY INS FR E	61760X836	X				10/8/2015	8/24/2016	653	651					2							
58 ASG GLOBAL ALTERNATIVES	638727885	X				7/12/2013	1/20/2016	317	356					-39							
59 ASG GLOBAL ALTERNATIVES	638727885	X				7/12/2013	8/24/2016	2,135	2,511					-376							
60 ASG GLOBAL ALTERNATIVES	638727885	X				6/20/2014	8/24/2016	496	575					-79							
61 OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	4/20/2016	489	615					-126							
62 OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	6/29/2016	441	506					-65							
63 OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	8/24/2016	216	253					-37							
64 OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	8/24/2016	2,706	2,969					-263							
65 CREDIT SUISSE COMM RET	22544R305	X				10/8/2015	8/24/2016	552	582					-30							
66 DODGE & COX INT'L STOCK	256206103	X				10/8/2015	4/20/2016	281	302					-21							
67 DODGE & COX INT'L STOCK	256206103	X				11/10/2015	5/11/2016	347	370					-23							
68 DODGE & COX INT'L STOCK	256206103	X				11/10/2015	5/11/2016	236	266					-30							
69 DODGE & COX INT'L STOCK	256206103	X				2/17/2011	5/11/2016	148	158					-10							
70 DODGE & COX INT'L STOCK	256206103	X				2/17/2011	8/24/2016	2,026	1,976					50							
71 DODGE & COX INCOME FDC	256210105	X				7/23/2015	1/20/2016	146	150					-4							
72 DODGE & COX INCOME FDC	256210105	X				7/23/2015	8/24/2016	585	571					14							

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										2,840		Capital Gains/Losses		65,037		87,004		-1,967	
										0		Other sales		0		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					
73 DODGE & COX INCOME FD C	256210105	X				5/11/2016	8/24/2016	1,019	998				0	21					
74 FID ADV EMER MKTS INC-CL	315920702	X				1/10/2015	1/20/2016	108	117				0	-9					
75 FID ADV EMER MKTS INC-CL	315920702	X				1/10/2015	3/1/2016	113	117				0	-4					
76 FID ADV EMER MKTS INC-CL	315920702	X				10/3/2013	6/29/2016	204	202				0	2					
77 HARBOR CAPITAL APRCION	411511504	X				7/23/2015	4/20/2016	1,529	1,745				0	-216					
78 HARBOR CAPITAL APRCION	411511504	X				8/28/2015	4/20/2016	106	114				0	-8					
79 LOOMIS SAYLES BOND FD IN	543495840	X				10/24/2014	8/24/2016	857	728				0	-129					
80 LOOMIS SAYLES BOND FD IN	543495840	X				11/10/2015	8/24/2016	675	666				0	9					
81 LOOMIS SAYLES BOND FD IN	543495840	X				5/11/2016	8/24/2016	1,267	1,211				0	56					
82 MFS VALUE FUND-CLASS I #	552983694	X				7/23/2015	3/1/2016	745	824				0	-79					
83 MFS VALUE FUND-CLASS I #	552983694	X				7/23/2015	4/20/2016	1,414	1,462				0	-48					
84 MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	4/20/2016	179	181				0	-2					
85 MFS VALUE FUND-CLASS I #	552983694	X				6/20/2014	6/29/2016	477	487				0	-10					
86 MFS VALUE FUND-CLASS I #	552983694	X				10/28/2014	6/29/2016	72	72				0	0					
87 MERGER FUND-INST #301	589509207	X				2/11/2013	1/20/2016	89	94				0	-5					
88 MSIF MID CAP GROWTH PTF	617440508	X				7/23/2015	6/29/2016	272	371				0	-99					
89 MSIF MID CAP GROWTH PTF	617440508	X				4/24/2014	8/24/2016	5,427	7,299				0	-1,872					
90 MSIF MID CAP GROWTH PTF	617440508	X				1/22/2015	8/24/2016	623	764				0	-141					
91 MSIF MID CAP GROWTH PTF	617440508	X				7/23/2015	8/24/2016	95	122				0	-27					
92 MSIF MID CAP GROWTH PTF	617440508	X				1/22/2016	8/24/2016	797	737				0	60					
93 MSIF MID CAP GROWTH PTF	617440508	X				4/22/2016	8/24/2016	257	240				0	17					
94 MORGAN STANLEY INS FR E	61760X636	X				10/8/2015	6/29/2016	119	123				0	-4					
95 TOUCHSTONE MID CAP VAL	89155H389	X				4/24/2014	6/29/2016	436	431				0	5					
96 VANGUARD REIT VIPER	922908553	X				2/17/2011	1/20/2016	440	323				0	117					
97 VANGUARD REIT VIPER	922908553	X				2/17/2011	3/1/2016	157	108				0	49					
98 VANGUARD REIT VIPER	922908553	X				2/17/2011	4/20/2016	83	54				0	29					
99 VANGUARD REIT VIPER	922908553	X				2/17/2011	6/29/2016	528	321				0	205					
100 HARBOR CAPITAL APRCION	411511504	X				8/28/2015	10/3/2016	307	313				0	6					
101 VANGUARD REIT VIPER	922908553	X				2/17/2011	8/24/2016	796	481				0	315					
102 VANGUARD REIT VIPER	922908553	X				2/17/2011	10/3/2016	1,795	1,119				0	676					

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

		846	0	0	846
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	846			846

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

		40	40	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	40	40		

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

		35	0	0	35
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	35	0		35

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

		129,626		118,570		127,318	
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year		
1				0			
2	PRINCIPAL GL MULT STRAT-INST #4684		0	728	724		
3	ARTISAN INTERNATIONAL FD I 662		0	6,094	6,977		
4	MERGER FUND-INST #301		0	1,023	1,013		
5	ARTISAN MID CAP FUND-INSTL 1333		0	8,981	7,962		
6	MET WEST TOTAL RETURN BOND CL I 51		0	3,222	3,087		
7	FID ADV EMER MKTS INC- CL I 607		0	3,807	3,849		
8	T ROWE PRICE REAL ESTATE FD 122		0	2,010	2,174		
9	EATON VANCE GLOBAL MACRO - I		0	4,000	3,965		
10	DODGE & COX INT'L STOCK FD 1048		0	6,897	7,346		
11	MFS VALUE FUND-CLASS I 893		0	14,906	18,816		
12	COLUMBIA SELECT S/C VALUE-Z 6141		0	5,575	6,330		
13	ASG GLOBAL ALTERNATIVES-Y 1993		0	1,091	1,038		
14	VANGUARD REIT VIPER		0	1,759	2,558		
15	TEMPLETON EMER MKT S/C-ADV 626		0	2,364	2,355		
16	AQR MANAGED FUTURES STR-I		0	4,130	3,788		
17	VANGUARD INFLAT-PROT SECS-ADM 511		0	266	255		
18	JPMORGAN HIGH YIELD FUND SS 3580		0	2,886	2,821		
19	T ROWE PRICE INST FLOAT RATE 170		0	1,170	1,178		
20	OPPENHEIMER DEVELOPING MKT-I 799		0	5,933	5,717		
21	INV BALANCE RISK COMM STR-Y 8611		0	1,335	1,316		
22	MORGAN STANLEY INS FR EMG-I		0	2,007	1,984		
23	ARTISAN SMALL CAP FUND-INS #2452		0	6,423	5,901		
24	BLACKROCK GL L/S CREDIT-INS #1833		0	2,081	2,034		
25	SPDR DJ WILSHIRE INTERNATIONAL REA		0	1,887	1,840		
26	ROBECO BP LNG/SHRT RES-INS		0	2,922	3,392		
27	CREDIT SUISSE COMM RT ST-CO 2156		0	1,373	1,368		
28	TOUCHSTONE MID CAP VAL-INST #552		0	8,340	8,971		
29	DODGE & COX INCOME FD COM 147		0	1,861	1,848		
30	HARBOR CAPITAL APRCTION-INST 2012		0	13,499	16,711		

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 DIFFEREN	1	15
2	FEDERAL EXCISE TAX REFUND	2	199
3	Total	3	214

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

1	COST BASIS ADJUSTMENT	1	41
2	MUTUAL FUND TIMING DIFFERENCE	2	37
3	PY RETURN OF CAPITAL ADJUSTMENT	3	75
4	Total	4	153

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

Long Term CG Distributions		Short Term CG Distributions		Amount		62,197		0		6		67,010		-4,807		0		0		Excess of FMV Over Adjusted Basis		Gains Minus Excess FMV Over Adj Basis or Losses	
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	
1	ARTISAN INTERNATIONAL FC	04314H402				11/10/2015		12/20/2016		130						147		-17		0		0	
2	ARTISAN INTERNATIONAL FC	04314H402				11/10/2015		3/1/2016		188						206		-18		0		0	
3	ARTISAN INTERNATIONAL FC	04314H402				10/8/2015		5/11/2016		165						165		-1		0		0	
4	ARTISAN INTERNATIONAL FC	04314H402				11/10/2015		5/11/2016		116						121		-5		0		0	
5	ARTISAN INTERNATIONAL FC	04314H402				2/17/2011		8/24/2016		480						387		93		0		0	
6	ARTISAN INTERNATIONAL FC	04314H402				7/23/2015		4/20/2016		1,310						1,043		267		0		0	
7	ARTISAN SMALL CAP FUND-I	04314H758				7/23/2015		5/11/2016		1,297						1,661		-364		0		0	
8	ARTISAN SMALL CAP FUND-I	04314H758				7/23/2015		6/29/2016		298						358		-60		0		0	
9	ARTISAN SMALL CAP FUND-I	04314H758				7/23/2015		6/29/2016		242						266		-24		0		0	
10	ABERDEEN GLOBAL HIGH IN	04315J860				7/23/2015		8/24/2016		1,804						1,914		-110		0		0	
11	ABERDEEN GLOBAL HIGH IN	04315J860				4/22/2016		8/24/2016		2,453						2,356		97		0		0	
12	ABERDEEN GLOBAL HIGH IN	04315J860				10/3/2013		8/24/2016		881						1,022		-141		0		0	
13	JASHMORE EMERG MKTS CR	044820504				10/27/2015		1/20/2016		164						177		-13		0		0	
14	BLACKROCK GL US CREDIT	091936732				10/27/2015		6/29/2016		167						177		-10		0		0	
15	BLACKROCK GL US CREDIT	091936732				10/27/2015		8/24/2016		408						426		-18		0		0	
16	BLACKROCK GL US CREDIT	091936732				2/17/2011		8/29/2016		123						118		5		0		0	
17	SPDR DJ WILSHIRE INTERNA	78463X863				2/17/2011		8/29/2016		385						354		31		0		0	
18	SPDR DJ WILSHIRE INTERNA	78463X863				2/17/2011		10/3/2016		787						748		39		0		0	
19	SPDR DJ WILSHIRE INTERNA	78463X863				6/20/2014		1/20/2016		4,514						5,703		-1,129		0		0	
20	STERLING CAPITAL STRAT	85917K546				7/23/2015		1/20/2016		513						611		-98		0		0	
21	STERLING CAPITAL STRAT	85917K546				1/23/2014		4/20/2016		153						152		1		0		0	
22	TEMPLETON EMER MKT SIC	88019R690				1/23/2014		6/29/2016		128						129		-1		0		0	
23	TEMPLETON EMER MKT SIC	88019R690				1/23/2014		8/24/2016		520						491		29		0		0	
24	TEMPLETON EMER MKT SIC	88019R690				1/23/2014		10/25/2016		90						82		8		0		0	
25	TEMPLETON EMER MKT SIC	88019R690				7/23/2015		3/1/2016		280						310		-30		0		0	
26	TOUCHSTONE MID CAP VAL	89155H389				7/13/2014		3/1/2016		65						72		-7		0		0	
27	TOUCHSTONE MID CAP VAL	89155H389				4/24/2014		3/1/2016		158						172		-14		0		0	
28	TOUCHSTONE MID CAP VAL	89155H389				4/24/2014		4/20/2016		181						182		-1		0		0	
29	TOUCHSTONE MID CAP VAL	89155H389				2/14/2012		8/24/2016		270						464		-194		0		0	
30	CREDIT SUISSE COMM RET	22544R305				5/10/2012		8/24/2016		470						754		-284		0		0	
31	CREDIT SUISSE COMM RET	22544R305				5/2/2013		8/24/2016		501						773		-272		0		0	
32	CREDIT SUISSE COMM RET	22544R305				7/12/2013		8/24/2016		117						174		-57		0		0	
33	CREDIT SUISSE COMM RET	22544R305				1/22/2015		8/24/2016		423						503		-80		0		0	
34	CREDIT SUISSE COMM RET	22544R305				2/17/2011		8/24/2016		1,185						1,233		-48		0		0	
35	OPPENHEIMER DEVELOPING	683974604				2/17/2011		10/25/2016		138						137		1		0		0	
36	OPPENHEIMER DEVELOPING	683974604				8/8/2014		1/20/2016		73						77		-4		0		0	
37	PRINCIPAL GL MULT STRAT	74255L696				8/8/2014		8/24/2016		87						88		-1		0		0	
38	PRINCIPAL GL MULT STRAT	74255L696				7/12/2013		1/21/2016		226						213		13		0		0	
39	BOSTON P LNG/SHRT RES-IN	74925K581				7/12/2013		6/29/2016		73						87		6		0		0	
40	BOSTON P LNG/SHRT RES-IN	74925K581				7/12/2013		8/24/2016		2,658						2,329		329		0		0	
41	BOSTON P LNG/SHRT RES-IN	74925K581				10/8/2015		4/20/2016		95						95		0		0		0	
42	T ROWE PRICE SHORT TERM	77957P105				11/10/2015		4/20/2016		147						146		1		0		0	
43	T ROWE PRICE SHORT TERM	77957P105				1/22/2016		6/29/2016		206						183		23		0		0	
44	T ROWE PRICE REAL ESTAT	779919109				7/10/2013		1/20/2016		70						81		-11		0		0	
45	SPDR DJ WILSHIRE INTERNA	78463X863				2/17/2011		1/20/2016		1,901						2,125		-224		0		0	
46	SPDR DJ WILSHIRE INTERNA	78463X863				2/17/2011		3/1/2016		235						236		-1		0		0	
47	SPDR DJ WILSHIRE INTERNA	78463X863				1/22/2016		3/1/2016		234						222		12		0		0	
48	COLUMBIA SELECT SIC VAL	19766H437				1/22/2016		4/20/2016		157						136		21		0		0	
49	COLUMBIA SELECT SIC VAL	19766H437				1/22/2016		5/11/2016		1,313						1,177		136		0		0	
50	COLUMBIA SELECT SIC VAL	19766H437				2/17/2011		3/1/2016		34						74		-40		0		0	
51	CREDIT SUISSE COMM RET	22544R305				8/12/2011		3/1/2016		115						240		-125		0		0	
52	CREDIT SUISSE COMM RET	22544R305				8/12/2011		6/29/2016		21						37		-16		0		0	
53	CREDIT SUISSE COMM RET	22544R305				10/24/2011		6/29/2016		480						803		-323		0		0	
54	CREDIT SUISSE COMM RET	22544R305				2/14/2012		6/29/2016		69						114		-45		0		0	
55	CREDIT SUISSE COMM RET	22544R305				7/12/2013		8/24/2016		124						150		-26		0		0	
56	ASS GLOBAL ALTERNATIVES	63872T885				10/8/2015		8/24/2016		653						651		2		0		0	
57	MORGAN STANLEY INS FR E	61760X836				7/12/2013		1/20/2016		317						356		-39		0		0	
58	ASS GLOBAL ALTERNATIVES	63872T885				7/12/2013		8/24/2016		2,135						2,511		-376		0		0	
59	ASS GLOBAL ALTERNATIVES	63872T885				6/20/2014		8/24/2016		496						575		-79		0		0	
60	ASS GLOBAL ALTERNATIVES	63872T885				1/23/2014		4/20/2016		489						615		-126		0		0	
61	OPPENHEIMER DEVELOPING	683974604				1/23/2014		4/20/2016		441						506		-65		0		0	
62	OPPENHEIMER DEVELOPING	683974604				1/23/2014		6/29/2016		216						253		-37		0		0	
63	OPPENHEIMER DEVELOPING	683974604				1/23/2014		8/24/2016		2,706						2,969		-263		0		0	
64	OPPENHEIMER DEVELOPING	683974604				10/8/2015		8/24/2016		552						582		-30		0		0	
65	CREDIT SUISSE COMM RET	22544R305				10/8/2015		4/20/2016		281						302		-21		0		0	
66	DODGE & COX INTL STOCK	256206103				11/10/2015		4/20/2016		347						370		-23		0		0	
67	DODGE & COX INTL STOCK	256206103				11/10/2015		5/11/2016		236						266		-30		0		0	
68	DODGE & COX INTL STOCK	256206103				2/17/2011		5/11/2016		148						158		-10		0		0	
69	DODGE & COX INTL STOCK	256206103																		0		0	

Amount

Long Term CG Distributions	2,840
Short Term CG Distributions	0

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
1	Wells Fargo Bank N A Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	2,671		
										2,671	0	0

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

	Date		Amount
1 Credit from prior year return		1	28
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	28

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.