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

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation WINNIFRED C HOWARD			A Employer identification number 25-6910655	
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				
Foreign country name		Foreign province/state/country	Foreign postal code	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change				
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 3,371,484		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)		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	66,032	63,803		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	79,962			
b	Gross sales price for all assets on line 6a 1,128,150				
7	Capital gain net income (from Part IV, line 2)		79,962		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	145,994	143,765	0	
13	Compensation of officers, directors, trustees, etc	41,044	30,783		10,261
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	847			847
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	485	485		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	42,376	31,268	0	11,108
25	Contributions, gifts, grants paid	165,408			165,408
26	Total expenses and disbursements. Add lines 24 and 25	207,784	31,268	0	176,516
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-61,790			
b	Net investment income (if negative, enter -0-)		112,497		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2016)

HTA

 MAY 22 2017
 CANNED MAY 22 2017
 Revenue
 Operating and Administrative Expenses

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 SERVICE CENTER

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	41,632	160,289	160,289
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	3,169,420	2,985,845	3,211,195	
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)	3,211,052	3,146,134	3,371,484	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	3,211,052	3,146,134	
	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)	3,211,052	3,146,134		
31 Total liabilities and net assets/fund balances (see instructions)	3,211,052	3,146,134		

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	3,211,052
2 Enter amount from Part I, line 27a	2	-61,790
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,550
4 Add lines 1, 2, and 3	4	3,150,812
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	4,678
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,146,134

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	79,962
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	173,866	3,587,299	0.048467
2014	160,784	3,721,637	0.043202
2013	161,189	3,602,242	0.044747
2012	149,801	3,461,940	0.043271
2011	103,168	3,469,845	0.029733
2 Total of line 1, column (d)			2 0.209420
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 0.041884
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 3,327,956
5 Multiply line 4 by line 3			5 139,388
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,125
7 Add lines 5 and 6			7 140,513
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.			8 176,516

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,125	
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	1,125	
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	1,125	
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	877	
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	877	
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	248	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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) <input type="checkbox"/> NJ		
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)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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		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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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 ☐ **5b** N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No N/A

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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	41,044		

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	3,266,907
b	Average of monthly cash balances	1b	111,729
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,378,636
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	3,378,636
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	50,680
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,327,956
6	Minimum investment return. Enter 5% of line 5	6	166,398

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	166,398
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,125
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,125
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	165,273
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	165,273
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	165,273

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	176,516
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	176,516
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	1,125
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	175,391

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				165,273
2 Undistributed income, if any, as of the end of 2016			170,137	
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				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 176,516			170,137	
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				6,379
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:	0			
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				158,894
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				
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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 Paid during the year See Attached Statement				
Total			3a	165,408
b Approved for future payment NONE				
Total			3b	0

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

- | | | |
|----------|--|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | |
| | (1) Cash | 1a |
| | (2) Other assets | 1a |
| b | Other transactions | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | |

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

[illegible]

- 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.

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

4/13/2017
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**

Print/Type preparer's name

JOSEPH J CASTRIANO

Preparer's signature

Adm.

Date _____

4/13/2017

Check ☒ if self-employed

PTIN

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Firm's EIN ▶ 13-4008324

Phone no 412-355-6000

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

Recipient(s) paid during the year

Name

SAVE THE CHILDREN

Street

501 KINGS HIGHWAY EAST SUITE 400

City

FAIRFIELD

State

CT

Zip Code

06825

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,676

Name

AMERICARES

Street

88 HAMILTON AVENUE

City

STAMFORD

State

CT

Zip Code

06902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,676

Name

CARE

Street

151 ELLIS STREET, NE

City

ATLANTA

State

GA

Zip Code

30303

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,676

Name

U S COMMITTEE FOR UNICEF

Street

125 MAIDEN LANE, 11TH FLOOR

City

NEW YORK

State

NY

Zip Code

10038

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,676

Name

COVENANT HOUSE

Street

5 PENN PLAZA, FLOOR 2

City

NEW YORK

State

NY

Zip Code

10001-1841

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,676

Name

THE ESTAUGH TA MEDFORD LEAS

Street

1 MEDFORD LEAS WAY

City

MEDFORD

State

NJ

Zip Code

08055

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,676

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

Recipient(s) paid during the year

Name

SPRINGPOINT FOUNDATION, INC

Street

4814 OUTLOOK DR STE 201

City

WALL TOWNSHIP

State

NJ

Zip Code

07753

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,676

Name

THE PHILADELPHIA ORCHESTRA

Street

ONE SOUTH BROAD STREET 14TH FLOOR

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,676

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Long Term CG Distributions Short Term CG Distributions	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	Totals			Net Gain or Loss
												Capital Gains/Losses	Other sales	Depreciation and Adjustments	
		Amount										1,128,150	0	1,048,188	79,962
1	CREDIT SUISSE COMM RET	2254R305	X				1/23/2014	8/24/2016	4,487	5,603					-2,106
2	DODGE & COX INTL STOCK	256206103	X				1/13/2015	4/20/2016	9,612	9,994					-382
3	DODGE & COX INTL STOCK	256206103	X				1/13/2015	5/11/2016	708	781					-73
4	DODGE & COX INTL STOCK	256206103	X				1/22/2016	5/11/2016	9,232	8,671					561
5	DODGE & COX INTL STOCK	256206103	X				7/23/2010	8/24/2016	9,929	8,083					1,846
6	DODGE & COX INTL STOCK	256206103	X				5/10/2012	8/24/2016	17,672	14,191					3,481
7	DODGE & COX INTL STOCK	256206103	X				10/20/2011	8/24/2016	34,560	27,590					6,970
8	DODGE & COX INCOME FDC	256210105	X				1/22/2015	1/21/2016	11,212	11,764					-552
9	DODGE & COX INCOME FDC	256210105	X				6/10/2015	12/10/2016	7,688	7,924					-236
10	AQR MANAGED FUTURES ST	00203H859	X				10/24/2014	1/20/2016	3,099	2,992					107
11	ARTISAN INTERNATIONAL FUND	04314H402	X				8/26/2011	5/11/2016	12,089	8,847					3,242
12	ARTISAN INTERNATIONAL FUND	04314H400	X				8/26/2011	8/24/2016	50,734	36,718					14,015
13	ARTISAN MID CAP FUND-INS	04314H600	X				7/23/2015	4/20/2016	2,318	2,901					-583
14	CREDIT SUISSE COMM RET	2254R305	X				10/20/2011	8/24/2016	10,335	17,576					-7,241
15	AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	5/11/2016	34,173	42,569					-8,396
16	CREDIT SUISSE COMM RET	2254R305	X				5/10/2012	8/24/2016	7,149	11,473					-4,324
17	CREDIT SUISSE COMM RET	2254R305	X				2/11/2013	8/24/2016	2,359	3,894					-1,535
18	CREDIT SUISSE COMM RET	2254R305	X				7/12/2013	8/24/2016	13,511	20,225					-6,714
19	ARTISAN INTERNATIONAL FUND	04314H402	X				1/13/2015	5/11/2016	5,513	5,681					-168
20	SPDR DJ WILSHIRE INTERNA	78463X863	X				7/21/2015	1/20/2016	17,879	21,679					-3,800
21	SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	1/20/2016	11,227	12,647					-1,420
22	SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	8/24/2016	9,923	9,271					646
23	SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	10/3/2016	30,099	27,910					2,189
24	SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	10/3/2016	6,215	5,947					268
25	VANGUARD REIT VIPER	922908553	X				12/28/2010	8/24/2016	64,359	36,523					27,836
26	VANGUARD REIT VIPER	922908553	X				8/24/2011	10/3/2016	13,301	11,604					1,697
27	SPDR DJ WILSHIRE INTERNA	78463X863	X				7/23/2015	4/20/2016	2,436	2,539					-103
28	STERLING CAPITAL STRATG	85917K546	X				12/28/2010	10/3/2016	46,757	27,359					19,401
29	VANGUARD REIT VIPER	922908553	X				6/20/2014	5/11/2016	34,592	37,751					-3,159
30	STERLING CAPITAL STRATG	85917K546	X				7/21/2015	1/20/2016	11,070	11,787					-717
31	VANGUARD REIT VIPER	922908553	X				7/21/2015	4/20/2016	5,823	5,447					376
32	VANGUARD REIT VIPER	922908553	X				7/23/2015	1/21/2016	6,619	7,188					-572
33	FID ADV EMER MKTS INC-CL	315920702	X				7/23/2015	1/21/2016	10,209	10,534					-325
34	DODGE & COX INCOME FDC	256210105	X				6/20/2014	8/24/2016	1,281	1,513					-232
35	ARTISAN MID CAP FUND-INS	04314H600	X				6/20/2014	8/24/2016	15,866	18,303					-2,437
36	ARTISAN MID CAP FUND-INS	04314H600	X				10/11/2013	4/20/2016	1,819	1,874					-55
37	FID ADV EMER MKTS INC-CL	315920702	X				7/23/2015	4/20/2016	10,394	11,033					-639
38	JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	4/20/2016	436	462					-26
39	JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	8/24/2016	13,954	14,175					-221
40	JP MORGAN MID CAP VALUE	339128100	X				8/28/2015	4/20/2016	38,090	40,770					-2,680
41	HARBOR CAPITAL APORCION	411511504	X				8/28/2015	10/3/2016	2,337	2,383					46
42	HARBOR CAPITAL APORCION	411511504	X				10/28/2014	10/3/2016	3,366	3,343					23
43	HARBOR CAPITAL APORCION	411511504	X				10/27/2015	1/20/2016	3,704	3,983					-279
44	BLACKROCK GL US CREDIT	091836732	X				6/20/2014	4/20/2016	32,230	33,318					-1,088
45	MFS VALUE FUND-CLASS I #	552983694	X				1/22/2015	1/20/2016	22,432	22,350					82
46	MFS VALUE FUND-CLASS I #	552983694	X				1/22/2015	1/20/2016	32,432	33,341					-909
47	MET WEST TOTAL RETURN F	592905509	X				1/22/2015	1/20/2016	42,964	42,867					117
48	MET WEST TOTAL RETURN F	592905509	X				1/22/2015	8/24/2016	3,399	3,818					-422
49	ASG GLOBAL ALTERNATIVES	638721885	X				6/20/2014	1/20/2016	7,370	8,055					-685
50	NEUBERGER BERMAN LONG	64128R608	X				7/23/2015	4/20/2016	9,051	9,081					0
51	DODGE & COX INCOME FDC	256210105	X				6/20/2014	8/24/2016	33,318	33,683					-365
52	NEUBERGER BERMAN LONG	64128R608	X				7/23/2015	4/20/2016	11,333	12,355					-1,022
53	OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	4/20/2016	3,503	4,023					-520
54	OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	8/24/2016	53,257	58,435					-5,178
55	OPPENHEIMER DEVELOPING	683974604	X				2/11/2013	8/24/2016	8,067	8,754					-687
56	OPPENHEIMER DEVELOPING	683974604	X				6/10/2015	1/20/2016	13,927	14,046					-119
57	T ROME PRICE SHORT TERM	77957P105	X				8/13/2015	8/24/2016	9,305	9,151					154
58	DODGE & COX INCOME FDC	256210105	X				7/12/2015	4/20/2016	14,920	15,083					-173
59	T ROME PRICE SHORT TERM	77957P105	X				7/23/2015	8/24/2016	68,481	66,910					571
60	DODGE & COX INCOME FDC	256210105	X				10/11/2013	4/20/2016	27,259	26,947					312
61	T ROME PRICE SHORT TERM	77957P105	X				10/27/2015	1/20/2016	3,075	3,151					-76
62	EATON VANCE GLOBAL MAC	279323728	X				6/10/2015	4/20/2016	47,905	48,055					-150
63	T ROME PRICE SHORT TERM	77957P105	X				12/28/2015	1/20/2016	2,417	2,616					-199
64	T ROME PRICE REAL ESTAT	779919109	X				12/28/2015	4/20/2016	3,027	2,974					53
65	T ROME PRICE REAL ESTAT	779919109	X				12/28/2015	8/24/2016	3,013	2,782					231

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

		847	0	0	847
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	847			847

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

		485	485	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	485	485		

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

		3,169,420	2,985,845	3,211,195
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
Asset Description	Basis of Valuation			
1			0	
2 DODGE & COX INCOME FD COM 147			219,455	232,015
3 HARBOR CAPITAL APRCTION-INST 2012			284,205	354,908
4 ARTISAN INTERNATIONAL FD I 662			62,937	78,649
5 MERGER FUND-INST #301			61,266	61,147
6 ARTISAN MID CAP FUND-INSTL 1333			125,088	122,681
7 MET WEST TOTAL RETURN BOND CL I 51			414,429	400,502
8 FID ADV EMER MKTS INC- CL I 607			164,433	166,871
9 T ROWE PRICE REAL ESTATE FD 122			95,854	99,196
10 EATON VANCE GLOBAL MACRO - I			104,614	103,555
11 DODGE & COX INTL STOCK FD 1048			48,941	86,839
12 AMER CENT SMALL CAP GRWTH INST 33			72,389	72,547
13 MFS VALUE FUND-CLASS I 893			302,823	383,370
14 JP MORGAN MID CAP VALUE-I 758			97,999	135,583
15 STERLING CAPITAL STRATTON SMALL CA			68,574	73,899
16 ASG GLOBAL ALTERNATIVES-Y 1993			69,352	63,214
17 VANGUARD REIT VIPER			9,871	16,093
18 AQR MANAGED FUTURES STR-I			104,610	95,263
19 VANGUARD INFLAT-PROT SECS-ADM 511			31,355	30,269
20 JPMORGAN HIGH YIELD FUND SS 3580			148,104	147,214
21 CREDIT SUISSE COMM RT ST-CO 2156			42,565	35,581
22 T ROWE PRICE INST FLOAT RATE 170			61,400	61,274
23 OPPENHEIMER DEVELOPING MKT-I 799			105,543	100,338
24 INV BALANCE RISK COMM STR-Y 8611			34,740	34,235
25 BLACKROCK GL L/S CREDIT-INS #1833			125,112	123,510
26 SPDR DJ WILSHIRE INTERNATIONAL REA			42,451	44,775
27 NEUBERGER BERMAN LONG SH-INS #183			87,735	87,667

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 and CTF Income Addition	1	1,364
2	Federal Excise Tax Refund	2	186
3	Total	3	1,550

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

1	Mutual Fund and CTF Income Subtraction	1	2,228
2	Cost Basis Adjustment	2	964
3	PY Return of Capital Adjustment	3	1,486
4	Total	4	4,678

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

Long Term CG Distributions													Short Term CG Distributions												
Amount													54,682												
0													0												
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	86	1,048,274	25,280	0	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Excess FMV Over Adj. Basis or Losses	25,280								
1	CREDIT SUISSE COMM RET	22544R305	-	1/23/2014	8/24/2016	4,497	-	0	0	6,603	-2,106	0	0	0	0	0	25,280								
2	DODGE & COX INTL STOCK	256206103	-	11/13/2015	4/20/2016	9,612	-	0	0	9,994	-382	0	0	0	0	-382	-382								
3	DODGE & COX INTL STOCK	256206103	-	11/13/2015	5/11/2016	708	-	0	0	781	-73	0	0	0	0	-73	-73								
4	DODGE & COX INTL STOCK	256206103	-	1/22/2016	8/24/2016	9,323	-	0	0	8,671	561	0	0	0	0	561	561								
5	DODGE & COX INTL STOCK	256206103	-	7/23/2010	8/24/2016	9,929	-	0	0	8,083	1,846	0	0	0	0	1,846	1,846								
6	DODGE & COX INTL STOCK	256206103	-	5/10/2012	8/24/2016	17,672	-	0	0	14,191	3,481	0	0	0	0	3,481	3,481								
7	DODGE & COX INTL STOCK	256206103	-	10/20/2011	8/24/2016	34,560	-	0	0	27,580	6,970	0	0	0	0	6,970	6,970								
8	DODGE & COX INCOME FD C	256210105	-	1/22/2015	12/1/2016	7,758	-	0	0	11,764	-552	0	0	0	0	-552	-552								
9	DODGE & COX INCOME FD C	256210105	-	6/10/2015	12/1/2016	11,212	-	0	0	7,924	2,666	0	0	0	0	2,666	2,666								
10	AOR MANAGED FUTURES ST	020203H859	-	10/24/2014	1/20/2016	3,099	-	0	0	2,992	107	0	0	0	0	107	107								
11	ARTISAN INTERNATIONAL FI	04314H402	-	8/26/2011	5/11/2016	12,099	-	0	0	8,847	3,252	0	0	0	0	3,252	3,252								
12	ARTISAN INTERNATIONAL FI	04314H402	-	8/26/2011	8/24/2016	50,734	-	0	0	36,719	14,015	0	0	0	0	14,015	14,015								
13	ARTISAN MID CAP FUND-INS	04314H600	-	7/23/2015	4/20/2016	2,318	-	0	0	2,901	-583	0	0	0	0	-583	-583								
14	CREDIT SUISSE COMM RET	22544R305	-	10/20/2011	8/24/2016	10,335	-	0	0	17,576	-7,241	0	0	0	0	-7,241	-7,241								
15	AMER CENT SMALL CAP GRV	025083320	-	7/23/2015	5/11/2016	34,173	-	0	0	42,569	-8,396	0	0	0	0	-8,396	-8,396								
16	CREDIT SUISSE COMM RET	22544R305	-	5/10/2012	8/24/2016	7,149	-	0	0	11,473	-4,324	0	0	0	0	-4,324	-4,324								
17	CREDIT SUISSE COMM RET	22544R305	-	2/11/2013	8/24/2016	2,355	-	0	0	3,894	-1,539	0	0	0	0	-1,539	-1,539								
18	CREDIT SUISSE COMM RET	22544R305	-	7/12/2013	8/24/2016	13,511	-	0	0	20,225	-6,714	0	0	0	0	-6,714	-6,714								
19	ARTISAN INTERNATIONAL FI	04314H402	-	11/13/2015	5/11/2016	5,513	-	0	0	5,681	-168	0	0	0	0	-168	-168								
20	SPDR DJ WILSHIRE INTERNA	78463X863	-	7/21/2015	1/20/2016	17,879	-	0	0	21,679	-3,800	0	0	0	0	-3,800	-3,800								
21	SPDR DJ WILSHIRE INTERNA	78463X863	-	5/23/2011	1/20/2016	11,227	-	0	0	12,647	-1,420	0	0	0	0	-1,420	-1,420								
22	SPDR DJ WILSHIRE INTERNA	78463X863	-	5/23/2011	4/20/2016	9,923	-	0	0	9,277	646	0	0	0	0	646	646								
23	SPDR DJ WILSHIRE INTERNA	78463X863	-	5/23/2011	8/24/2016	30,099	-	0	0	27,910	2,189	0	0	0	0	2,189	2,189								
24	SPDR DJ WILSHIRE INTERNA	78463X863	-	7/21/2015	10/3/2016	6,215	-	0	0	5,947	268	0	0	0	0	268	268								
25	VANGUARD REIT VIPER	922908553	-	7/21/2015	8/24/2016	13,261	-	0	0	11,641	1,620	0	0	0	0	1,620	1,620								
26	VANGUARD REIT VIPER	922908553	-	12/28/2010	8/24/2016	64,359	-	0	0	36,523	27,836	0	0	0	0	27,836	27,836								
27	SPDR DJ WILSHIRE INTERNA	78463X863	-	8/24/2011	10/3/2016	13,301	-	0	0	11,604	1,697	0	0	0	0	1,697	1,697								
28	STERLING CAPITAL STRATT	85917K546	-	7/23/2015	4/20/2016	2,436	-	0	0	2,539	-103	0	0	0	0	-103	-103								
29	VANGUARD REIT VIPER	922908553	-	12/28/2010	10/3/2016	46,757	-	0	0	27,356	19,401	0	0	0	0	19,401	19,401								
30	STERLING CAPITAL STRATT	85917K546	-	6/20/2014	5/11/2016	34,592	-	0	0	37,751	-3,159	0	0	0	0	-3,159	-3,159								
31	VANGUARD REIT VIPER	922908553	-	7/21/2015	1/20/2016	11,070	-	0	0	11,787	-717	0	0	0	0	-717	-717								
32	VANGUARD REIT VIPER	922908553	-	7/21/2015	4/20/2016	5,823	-	0	0	5,447	376	0	0	0	0	376	376								
33	FID ADV EMER MKTS INC. CL	315920702	-	7/23/2015	1/20/2016	6,616	-	0	0	7,188	-572	0	0	0	0	-572	-572								
34	DODGE & COX INCOME FD C	256210105	-	1/21/2016	1/21/2016	10,209	-	0	0	10,534	-325	0	0	0	0	-325	-325								
35	ARTISAN MID CAP FUND-INS	04314H600	-	7/23/2015	8/24/2016	1,291	-	0	0	1,513	-222	0	0	0	0	-222	-222								
36	ARTISAN MID CAP FUND-INS	04314H600	-	6/20/2014	8/24/2016	15,866	-	0	0	18,303	-2,437	0	0	0	0	-2,437	-2,437								
37	FID ADV EMER MKTS INC. CL	315920702	-	10/11/2013	4/20/2016	1,819	-	0	0	1,874	-55	0	0	0	0	-55	-55								
38	JP MORGAN MID CAP VALUE	339128100	-	7/23/2015	4/20/2016	10,394	-	0	0	11,033	-639	0	0	0	0	-639	-639								
39	JP MORGAN MID CAP VALUE	339128100	-	6/20/2014	4/20/2016	436	-	0	0	462	-26	0	0	0	0	-26	-26								
40	JP MORGAN MID CAP VALUE	339128100	-	8/28/2015	4/20/2016	13,954	-	0	0	14,175	-221	0	0	0	0	-221	-221								
41	HARBOR CAPITAL APRTION	411511504	-	8/28/2015	4/20/2016	38,090	-	0	0	40,770	-2,680	0	0	0	0	-2,680	-2,680								
42	HARBOR CAPITAL APRTION	411511504	-	10/28/2015	10/3/2016	2,337	-	46	0	2,383	0	0	0	0	0	0	0								
43	HARBOR CAPITAL APRTION	411511504	-	10/28/2015	10/3/2016	3,866	-	0	0	3,343	23	0	0	0	0	23	23								
44	BLACKROCK GL US CREDIT	091936732	-	10/21/2015	1/20/2016	3,704	-	0	0	3,983	-279	0	0	0	0	-279	-279								
45	MFS VALUE FUND-CLASS I #	552983694	-	7/23/2015	4/20/2016	32,230	-	0	0	33,318	-1,088	0	0	0	0	-1,088	-1,088								
46	MFS VALUE FUND-CLASS I #	552983694	-	6/20/2014	4/20/2016	22,120	-	0	0	22,350	-230	0	0	0	0	-230	-230								
47	MET WEST TOTAL RETURN B	592905509	-	1/22/2015	1/20/2016	32,432	-	0	0	33,341	-909	0	0	0	0	-909	-909								
48	MET WEST TOTAL RETURN B	592905509	-	1/22/2015	8/24/2016	42,984	-	0	0	42,867	117	0	0	0	0	117	117								
49	ASG GLOBAL ALTERNATIVES	639712885	-	7/12/2013	1/20/2016	3,396	-	0	0	3,618	-422	0	0	0	0	-422	-422								
50	NEUBERGER BERMAN LONG	64128R808	-	6/20/2014	1/20/2016	7,370	-	0	0	8,055	-685	0	0	0	0	-685	-685								
51	DODGE & COX INCOME FD C	256210105	-	7/23/2015	4/20/2016	9,051	-	40	0	9,091	0	0	0	0	0	0	0								
52	NEUBERGER BERMAN LONG	64128R808	-	6/20/2014	8/24/2016	33,318	-	0	0	33,683	-365	0	0	0	0	-365	-365								
53	OPPENHEIMER DEVELOPING	683974604	-	7/23/2015	4/20/2016	11,333	-	0	0	12,355	-1,022	0	0	0	0	-1,022	-1,022								
54	OPPENHEIMER DEVELOPING	683974604	-	1/23/2014	4/20/2016	3,903	-	0	0	4,023	-520	0	0	0	0	-520	-520								
55	OPPENHEIMER DEVELOPING	683974604	-	2/11/2013	8/24/2016	53,257	-	0	0	58,435	-5,178	0	0	0	0	-5,178	-5,178								
56	OPPENHEIMER DEVELOPING	683974604	-	2/11/2013	8/24/2016	8,067	-	0	0	8,754	-687	0	0	0	0	-687	-687								
57	T ROWE PRICE SHORT TERM	77957P105	-	6/10/2015	1/20/2016	13,927	-	0	0	14,046	-119	0	0	0	0	-119	-119								
58	DODGE & COX INCOME FD C	813/2015	-	8/13/2015	8/24/2016	9,305	-	0	0	9,151	154	0	0	0	0	154	154								
59	T ROWE PRICE SHORT TERM	77957P105	-	7/12/2013	4/20/2016	14,920	-	0	0	15,083	-173	0	0	0	0	-173	-173								
60	DODGE & COX INCOME FD C	256210105	-	7/23/2015	8/24/2016	68,481	-	0	0	66,910	1,571	0	0	0	0	1,571	1,571								
61	T ROWE PRICE SHORT TERM	77957P105	-	10/11/2013	4/20/2016	26,947	-	0	0	27,259	-312	0	0	0	0	-312	-312								
62	EATON VANCE GLOBAL MAC	727923728	-	10/21/2015	1/20/2016	3,075	-	0	0	3,151	-76	0	0	0	0	-76	-76								
63	T ROWE PRICE SHORT TERM	77957P105	-	6/10/2015	4/20/2016	47,905	-	0	0	48,055	-150	0	0	0	0	-150	-150								
64	T ROWE PRICE REAL ESTAT	779919109	-	12/28/2015	1/20/2016	2,417	-	0	0	2,616	-199	0	0	0	0	-199	-199								
65	T ROWE PRICE REAL ESTAT	779919109	-	12/28/2015	8/24/2016	3,021	-	0	0	2,974	53	0	0	0	0	53	53								
66	T ROWE PRICE REAL ESTAT	779919109	-	12/28/2015	8/24/2016	3,013	-	0	0	2,782	231	0	0	0	0	231	231								

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

	Date		Amount
1 Credit from prior year return		1	877
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	877

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	170,137
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	170,137

Supplemental Information:

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

Wells Fargo Bank N.A
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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.