Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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

OMB No 1545 0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning January 1 , 2016, and ending December 31 , 20 16

Name of foundation: Mary V Reilly Charitable Foundation

A Employer identification number: 30-6453777

Number and street (or P O box number if mail is not delivered to street address): 5265 River Club Drive

Room/suite:

B Telephone number (see instructions): 757-638-1308

City or town state or province country and ZIP or foreign postal code: Suffolk, Virginia 23435

C If exemption application is pending check here ▶ ☐

G Check all that apply ☑ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations check here ▶ ☐
2 Foreign organizations meeting the 85% test check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A) check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 1,514,483

J Accounting method ☑ Cash ☐ Accrual ☐ 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 ▶ ☐

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)	1,583,833			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0	N/A	
	4	Dividends and interest from securities	3	3	N/A	
	5a	Gross rents	0	0	N/A	
	b	Net rental income or (loss) 0				
	6a	Net gain or (loss) from sale of assets not on line 10	0			
	b	Gross sales price for all assets on line 6a 0				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			N/A	
	9	Income modifications			N/A	
	10a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0		N/A	
	11	Other income (attach schedule)	0	0	N/A	
	12	**Total** Add lines 1 through 11	1,538,836	3	N/A	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	N/A	0
	14	Other employee salaries and wages	0	0	N/A	0
	15	Pension plans, employee benefits	0	0	N/A	0
	16a	Legal fees (attach schedule)	15,000	0	N/A	15,000
	b	Accounting fees (attach schedule)	0	0	N/A	0
	c	Other professional fees (attach schedule)	0	0	N/A	0
	17	Interest	0	0	N/A	0
	18	Taxes (attach schedule) (see instructions)	0	0	N/A	0
	19	Depreciation (attach schedule) and depletion	0	0	N/A	
	20	Occupancy	0	0	N/A	0
	21	Travel, conferences, and meetings	0	0	N/A	0
	22	Printing and publications	0	0	N/A	0
	23	Other expenses (attach schedule)	0	0	N/A	0
	24	**Total operating and administrative expenses** Add lines 13 through 23	15,000	0	N/A	15,000
	25	Contributions, gifts, grants paid	0			0
	26	**Total expenses and disbursements** Add lines 24 and 25	15,000	0	N/A	15,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,523,836			
	b	**Net investment income** (if negative, enter -0-)		3		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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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	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing	0	95	95
2	Savings and temporary cash investments	0	163,742	163,742
3	Accounts receivable ▶ N/A			
	Less: allowance for doubtful accounts ▶ N/A	0	0	0
4	Pledges receivable ▶ N/A			
	Less: allowance for doubtful accounts ▶ N/A	0	0	0
5	Grants receivable	0	0	0
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
7	Other notes and loans receivable (attach schedule) ▶ N/A			
	Less: allowance for doubtful accounts ▶ N/A	0	0	0
8	Inventories for sale or use	0	0	0
9	Prepaid expenses and deferred charges	0	0	0
10a	Investments—U.S. and state government obligations (attach schedule)	0	1,350,531	1,350,531
b	Investments—corporate stock (attach schedule)	0	0	0
c	Investments—corporate bonds (attach schedule)	0	0	0
11	Investments—land, buildings, and equipment: basis ▶ N/A			
	Less: accumulated depreciation (attach schedule) ▶ N/A	0	0	0
12	Investments—mortgage loans	0	0	0
13	Investments—other (attach schedule)	0	0	0
14	Land, buildings, and equipment: basis ▶ N/A			
	Less: accumulated depreciation (attach schedule) ▶ N/A	0	0	0
15	Other assets (describe ▶ N/A)	0	0	0
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	0	1,514,368	1,514,368
Liabilities 17	Accounts payable and accrued expenses	0	0	
18	Grants payable	0	0	
19	Deferred revenue	0	0	
20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
21	Mortgages and other notes payable (attach schedule)	0	0	
22	Other liabilities (describe ▶)	0	0	
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.**			
24	Unrestricted	0	1,514,368	
25	Temporarily restricted	0	0	
26	Permanently restricted	0	0	
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
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)	0	1,514,368	
31	**Total liabilities and net assets/fund balances** (see instructions)	0	1,514,368	

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	0
2	Enter amount from Part I, line 27a	2	0
3	Other increases not included in line 2 (itemize) ▶ 1,514,483 initial funding distribution	3	1,514,368
4	Add lines 1, 2, and 3	4	1,514,368
5	Decreases not included in line 2 (itemize) ▶ N/A	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,514,368

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	Albuquerque Bernalillo WTR NM Ser A AMBAC PRF 16	D	02/05/2015	07/01/2016
b	MASS BAY TRANSN AT SLS TAX RV SR SER B RF	D	02/05/2015	05/27/2016
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	100,000		106,522	(6,522)
b	132,995	305	132,497	498
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	(6,524)
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	N/A	N/A	N/A
2014	N/A	N/A	N/A
2013	N/A	N/A	N/A
2012	N/A	N/A	N/A
2011	N/A	N/A	N/A

2	**Total** of line 1, column (d)	2	N/A
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	N/A
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	N/A
5	Multiply line 4 by line 3	5	N/A
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	N/A
7	Add lines 5 and 6	7	N/A
8	Enter qualifying distributions from Part XII, line 4	8	N/A

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ **(attach copy of letter if necessary—see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	0
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	0
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 0		
b	Exempt foreign organizations—tax withheld at source	6b 0		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0		
d	Backup withholding erroneously withheld	6d 0		
7	Total credits and payments. Add lines 6a through 6d		7	0
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0
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	0
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	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?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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?	6	✓	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Florida			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	✓	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶ N/A			
14	The books are in care of ▶ Katherine W. Eason Telephone no. ▶ 757-638-1308 Located at ▶ 5265 River Club Drive, Suffolk VA 23435 ZIP+4 ▶			
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			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶ N/A			

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

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)? . . . . **5b** ✓

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945–5(d).

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? . **6b** ✓

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? . **7b** ✓

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
Katherine W. Eason 5265 River Club Drive Suffolk, VA 23435	Trustee, five hours	0	0	0

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

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

Total number of other employees paid over $50,000 . . . . ▶ 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 ▶		0

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 This is the Foundation's first year of existence and no direct charitable activities were conducted, other than investigating appropriate charities which comply with the charitable trust instrument under which the Foundation was established.	0
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 This is the Foundation's first year of existence and no direct charitable activities were conducted, other than investigating appropriate charities which comply with the charitable trust instrument under which the Foundation was established.	0
2	
All other program-related investments See instructions	
3 This is the Foundation's first year of existence and no direct charitable activities were conducted, other than investigating appropriate charities which comply with the charitable trust instrument under which the Foundation was established.	0
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	1,445,035
b	Average of monthly cash balances		1b	97,656
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	1,542,691
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	1,542,691
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)		4	23,140
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,519,550
6	**Minimum investment return.** Enter 5% of line 5		6	75,978

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	75,978
2a	Tax on investment income for 2016 from Part VI, line 5	2a 0		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b 0		
c	Add lines 2a and 2b		2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	75,978
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	75,978
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	75,978

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	0
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	0
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	0

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				75,978
2	Undistributed income, if any, as of the end of 2016:				
a	Enter amount for 2015 only			N/A	
b	Total for prior years: 20___,20___,20___		N/A		
3	Excess distributions carryover, if any, to 2016:				
a	From 2011 N/A				
b	From 2012 N/A				
c	From 2013 N/A				
d	From 2014 N/A				
e	From 2015 N/A				
f	**Total** of lines 3a through e	N/A			
4	Qualifying distributions for 2016 from Part XII, line 4. ▶ $ 0				
a	Applied to 2015, but not more than line 2a			N/A	
b	Applied to undistributed income of prior years (Election required—see instructions)		N/A		
c	Treated as distributions out of corpus (Election required—see instructions)	N/A			
d	Applied to 2016 distributable amount				N/A
e	Remaining amount distributed out of corpus	N/A			
5	Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	N/A			N/A
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	N/A			
b	Prior years' undistributed income. Subtract line 4b from line 2b		N/A		
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		N/A		
d	Subtract line 6c from line 6b. Taxable amount—see instructions		N/A		
e	Undistributed income for 2015 Subtract line 4a from line 2a. Taxable amount—see instructions			N/A	
f	Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				75,978
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)	N/A			
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	N/A			
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	N/A			
10	Analysis of line 9:				
a	Excess from 2012 0				
b	Excess from 2013 0				
c	Excess from 2014 0				
d	Excess from 2015 0				
e	Excess from 2016 0				

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

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

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

	Tax year	Prior 3 years			
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: **a** "Assets" alternative test—enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter ⅔ of minimum investment return shown in Part X, line 6 for each year listed					
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)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NONE				
Total . . . . ▶ **3a**				0
b *Approved for future payment*				
NONE				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a N/A	0	0	0	0	0
b					
c					
d					
e					
f					
g Fees and contracts from government agencies	0	0	0	0	0
2 Membership dues and assessments	0	0	0	0	0
3 Interest on savings and temporary cash investments	0	0	0	0	0
4 Dividends and interest from securities	900001	3		0	0
5 Net rental income or (loss) from real estate:					
a Debt-financed property	0	0	0	0	0
b Not debt-financed property	0	0	0	0	0
6 Net rental income or (loss) from personal property	0	0	0	0	0
7 Other investment income	0	0	0	0	0
8 Gain or (loss) from sales of assets other than inventory	0	0	0	0	0
9 Net income or (loss) from special events	0	0	0	0	0
10 Gross profit or (loss) from sales of inventory	0	0	0	0	0
11 Other revenue: a N/A					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		3		0	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 3

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)

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

			Yes	No
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(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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.

Katherine W. Eason | 5/10/17 | Trustee
Signature of officer or trustee | Date | 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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Linda L. Snelling, Esq.	Linda L. Snelling	5/12/17		P01783801
Firm's name ▶ Cole Schotz P.C.			Firm's EIN ▶	22-2113414
Firm's address ▶ 2255 Glades Road, Ste. 112E, Boca Raton FL 33431			Phone no.	561-609-3850

Merrill Lynch
Bank of America Corporation

Primary Account: 866-02165

MARY V REILLY CHARITABLE
FOUNDATION
C/O KATHERINE EASON
5265 RIVER CLUB DR
SUFFOLK VA 23435-3500

YOUR MERRILL LYNCH REPORT

March 01, 2016 - March 31, 2016

PORTFOLIO SUMMARY

PORTFOLIO SUMMARY	*March 31*	*February 29*	*Month Change*
Net Portfolio Value	**$1,556,154.53**	-	**$1,556,154.53** ▲
Your assets	$1,556,154.53	-	$1,556,154.53 ▲
Your liabilities	-	-	
Your Net Cash Flow (Inflows/Outflows)	-	-	
Securities You Transferred In/Out	$1,544,864.61	-	
Subtotal Net Contributions	***$1,544,864.61***	-	
Your Dividends/Interest Income	-	-	
Your Market Gains/(Losses)	$11,289.92	-	
Subtotal Investment Earnings	***$11,289.92***	-	

If you have questions on your statement, call 24-Hour Assistance:
(800) MERRILL
(800) 637-7455

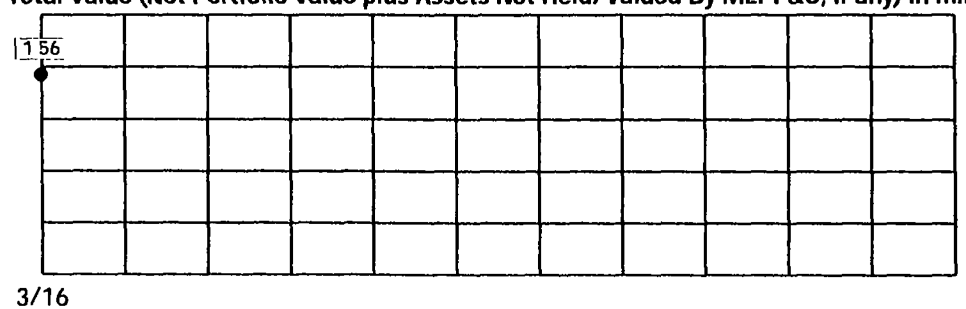
Investment Advice and Guidance:
Call Your Financial Advisor

Your Financial Advisor:
EWINS KOWALSKI SWETT
60 LAKE STREET SUITE 1G
BURLINGTON VT 05401
1-800-937-0374

Up-to-date account information can be viewed at: www.mymerrill.com, where your statements are archived for three or more years.

Questions about MyMerrill? Click the "help" tab at the top of the screen once you log in.

Total Value (Net Portfolio Value plus Assets Not Held/Valued By MLPF&S, if any) in millions, 2016-2016



YOU MAY STILL BE ABLE TO MAKE A 2015 IRA CONTRIBUTION UNTIL

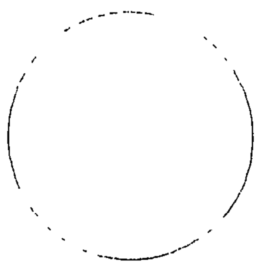
4/18/2016. If you earned income in 2015 and have not yet made an IRA contribution for 2015, you have until April 18, 2016 to complete your contribution. Call your financial advisor today for details.

YOUR PORTFOLIO REVIEW

March 01, 2016 - March 31, 2016

ASSET ALLOCATION*

* Estimated Accrued Interest not included; may not reflect all holdings; does not include asset categories less than 1%.



	Current Value	Allocation
Fixed Income	1,538,833.00	100.00%
TOTAL	**$1,538,833.00**	**100%**

BOND MATURITY SCHEDULE

Does not include Fixed Income Mutual Funds

Maturity Years	*% of Total Bond Assets*	*Par Value*	*Estimated Market Value*
<1	13%	200,000	202,264.00
2-5	28%	400,000	435,672.00
5-10	17%	200,000	260,662.00
10-15	33%	400,000	504,261.00
15-20	9%	100,000	135,974.00
Total	**100%**	**1,300,000**	**$1,538,833.00**

TOP FIVE PORTFOLIO HOLDINGS

Based on Estimated Market Value

	Current Value	*% of Portfolio*
ARIZONA ST TRANSN BRD	218,504.00	14.20%
UTAH TRAN AUTH SALES TAX	217,168.00	14 11%
ALBUQUERQUE BERNALILLO	202,264.00	13.14%
TAMPA BAY WTR FLA UTIL	139,126.00	9.04%
MASS BAY TRANSN AT SLS	135,974.00	8.84%

FINANCIAL MARKET INDICATORS

	This Report	*Last Report*	*Previous Year End*
S&P 500	2059.74	1932.23	2043.94
Three-Month Treasury Bills	.20%	.32%	.16%
Long-Term Treasury Bonds	2.61%	2.62%	3.02%
One-Month LIBOR	.43%	.44%	.42%
NASDAQ	4869.85	4557.95	5007.41

Merrill Lynch
Bank of America Corporation

Online at: **www.mymerrill.com** | Account Number: 866-02165 | **24-Hour Assistance: (800) MERRILL**

MARY V REILLY CHARITABLE
FOUNDATION
C/O KATHERINE EASON
5265 RIVER CLUB DR
SUFFOLK VA 23435-3500

Net Portfolio Value: $1,556,154.53

Your Financial Advisor:
EWINS KOWALSKI SWETT
60 LAKE STREET SUITE 1G
BURLINGTON VT 05401
1-800-937-0374

EMA® ACCOUNT

March 01, 2016 - March 31, 2016

	This Statement	*Year to Date*
Opening Value (03/01)	$0.00	
Total Credits	-	-
Total Debits	-	-
Securities You Transferred In/Out	1,544,864.61	1,544,864.61
Market Gains/(Losses)	11,289.92	11,289.92
Closing Value (03/31)	$1,556,154.53	

ASSETS	*March 31*	*February 29*
Cash/Money Accounts	-	-
Fixed Income	1,538,833.00	-
Equities	-	-
Mutual Funds	-	-
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	***1,538,833.00***	-
Estimated Accrued Interest	17,321.53	-
TOTAL ASSETS	**$1,556,154.53**	-

LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
TOTAL LIABILITIES	-	-
NET PORTFOLIO VALUE	**$1,556,154.53**	-

Merrill Lynch Wealth Management makes available products and services offered by Merrill Lynch, Pierce, Fenner & Smith Incorporated (MLPF&S) and other subsidiaries of Bank of America Corporation. MLPF&S is a registered broker-dealer, Member Securities Investor Protection Corporation (SIPC) and a wholly owned subsidiary of Bank of America Corporation. Investment products: **Are Not FDIC Insured | Are Not Bank Guaranteed | May Lose Value**

EMA® ACCOUNT

March 01, 2016 - March 31, 2016

CASH FLOW

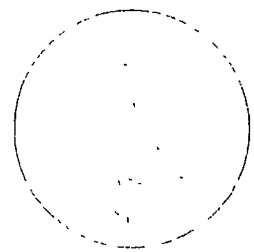
	This Statement	*Year to Date*
Opening Cash/Money Accounts	-	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	-	-
Subtotal	-	-
DEBITS		
Electronic Transfers	-	-
Margin Interest Charged	-	-
Other Debits	-	-
Visa Purchases	-	-
ATM/Cash Advances	-	-
Checks Written/Bill Payment	-	-
Subtotal	-	-
Net Cash Flow	-	-

OTHER TRANSACTIONS

Dividends/Interest Income	-	-
Security Purchases/Debits	-	-
Security Sales/Credits	-	-
Closing Cash/Money Accounts	-	
Securities You Transferred In/Out	1,544,864.61	1,544,864.61

ASSET ALLOCATION*

* Estimated Accrued Interest not included; may not reflect all holdings; does not include asset categories less than 1%.



	Allocation
Fixed Income	100.00%
TOTAL	**100%**

DOCUMENT PREFERENCES THIS PERIOD

	Mail	*Online Delivery*
Statements	X	
Performance Reports	X	
Trade Confirms	X	
Shareholders Communication	X	
Prospectus	X	
Service Notices	X	
Tax Statements	X	

MARY V REILLY CHARITABLE

Account Number: 866-02165

YOUR EMA ASSETS

March 01, 2016 - March 31, 2016

MUNICIPAL BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ ALBUQUERQUE BERNALILLO	02/05/15	200,000	202,323.59	101.1320	**202,264.00**	(59.59)	2,500.00	**10,000**	4.94
WTR NM SER A AMBAC PRF16 JUL06 05.000%JUL01 2025									
MOODY'S: AA2 S&P: AA+ CUSIP: 013493BQ3									
CALL DT:07/01/16 CALL PR:100									
ORIGINAL UNIT/TOTAL COST: 101.3425/202,685 04									
Δ UTAH TRAN AUTH SALES TAX	02/05/15	200,000	217,852.20	108.5840	**217,168.00**	(684.20)	2,797.22	**9,500**	4.37
REV SER A OID AGM PRF18 APR08 04.750%JUN15 2032									
MOODY'S. AA2 S&P: AAA CUSIP: 917565HL0									
CALL DT.06/15/18 CALL PR:100									
ORIGINAL UNIT/TOTAL COST: 109.0825/218,165.08									
Δ ARIZONA ST TRANSN BRD	02/05/15	200,000	218,661.87	109.2520	**218,504.00**	(157.87)	2,500.00	**10,000**	4.57
HWY REV SER A PRF18 MAY08 05.000%JUL01 2027									
MOODY'S: AA1 S&P: AAA CUSIP: 040654RA5									
CALL DT:07/01/18 CALL PR:100									
ORIGINAL UNIT/TOTAL COST: 109.4910/218,982.02									
Δ MASS ST WTR POLLTN	02/05/15	100,000	126,901.39	129.8800	**129,880.00**	2,978.61	875.00	**5,250**	4.04
ABATEMNT TR POOL PG A RF SEP04 05 250%FEB01 2025									
MOODY'S: AAA S&P: AAA CUSIP: 57604PPR9									
ORIGINAL UNIT/TOTAL COST: 127.0105/127,010.52									
Δ OHIO ST TPK COMMN TPK	02/05/15	100,000	127,173.50	130.7820	**130,782.00**	3,608.50	702.78	**5,500**	4.20
REV SER A RF NPFG SEP98 05.500%FEB15 2026									
MOODY'S: AA3 S&P: AA- CUSIP: 67760HCH2									
ORIGINAL UNIT/TOTAL COST: 127.2689/127,268.94									
Δ TEXAS WTR DEV BRD REV ST	02/05/15	100,000	105,794.27	105.9330	**105,933.00**	138.73	1,108.33	**5,250**	4.95
REVOLVING FD-SUB LIEN B JUL08 05 250%JUL15 2026									
MOODY'S: AAA S&P: AAA CUSIP: 882854RG9									
PAR CALL DATE: 07/15/17 PAR CALL PRICE. 100.00									
ORIGINAL UNIT/TOTAL COST. 105.9685/105,968.53									

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YOUR EMA ASSETS

March 01, 2016 - March 31, 2016

MUNICIPAL BONDS (continued) *Description*	*Acquired*	*Quantity*	*Adjusted/Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
Δ PORT AUTH NY & NJ CONS *SER 85 OID MAR93 05.375%MAR01 2028* *MOODY'S: AA3 S&P: AA- CUSIP· 733580YM0* *ORIGINAL UNIT/TOTAL COST. 123.6091/123,609.17*	02/05/15	100,000	123,544.80	125.3510	**125,351.00**	1,806.20	447.92	**5,375**	4.28
Δ NEW YORK ST DORM AUTH *REVS COURT FACS A AMBAC JUN05 05 500%MAY15 2029* *MOODY'S AA2 S&P: AA- CUSIP: 64983QJC4* *ORIGINAL UNIT/TOTAL COST: 130.4224/130,422.49*	02/05/15	100,000	130,347.19	133.8510	**133,851.00**	3,503.81	2,077.78	**5,500**	4.10
Δ TAMPA BAY WTR FLA UTIL *SYS REV & IMPT A RF NPFG AUG01 06.000%OCT01 2029* *MOODY'S: AA1 S&P AA+ CUSIP. 875128FC9* *ORIGINAL UNIT/TOTAL COST. 136.0232/136,023.23*	02/05/15	100,000	135,937 35	139.1260	**139,126.00**	3,188.65	3,000.00	**6,000**	4.31
Δ MASS BAY TRANSN AT SLS *TAX RV SR SER B RF APR08 05 250%JUL01 2033* *MOODY'S. AA2 S&P AA+ CUSIP 575579UK1* *ORIGINAL UNIT/TOTAL COST 178.0016/178,001 62*	02/05/15	100,000	177,833.77	135.9740	**135,974.00**	(41,859.77)	1,312.50	**5,250**	3.86
TOTAL		1,300,000	1,566,369.93		**1,538,833.00**	(27,536.93)	17,321.53	**67,625**	4.39

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

LONG PORTFOLIO	*Adjusted/Total Cost Basis*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
TOTAL	1,566,369.93	**1,538,833.00**	(27,536.93)	17,321.53	**67,625**	4.39

Notes

Δ Debt Instruments purchased at a premium show amortization θ Debt Instruments purchased at a discount show accretion

For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

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MARY V REILLY CHARITABLE

Account Number: 866-02165

YOUR EMA TRANSACTIONS

March 01, 2016 - March 31, 2016

SECURITIES YOU TRANSFERRED IN/OUT

Date	*Description*	*Transaction Type*	*Quantity*	*Value of Securities*	*Year To Date*
03/17	TEXAS WTR DEV BRD REV ST REVOLVING FD-SUB LIEN B JUL08 05 250%JUL15 2026 TR FROM 86674029	Journal Entry	100,000	107,035.16	
03/17	OHIO ST TPK COMMN TPK REV SER A RF NPFG SEP98 05.500%FEB15 2026 TR FROM 86674029	Journal Entry	100,000	129,820 88	
03/17	PORT AUTH NY & NJ CONS SER 85 OID MAR93 05 375%MAR01 2028 TR FROM 86674029	Journal Entry	100,000	124,368.88	
03/17	NEW YORK ST DORM AUTH REVS COURT FACS A AMBAC JUN05 05.500%MAY15 2029 TR FROM 86674029	Journal Entry	100,000	133,944.88	
03/17	TAMPA BAY WTR FLA UTIL SYS REV & IMPT A RF NPFG AUG01 06 000%OCT01 2029 TR FROM 86674029	Journal Entry	100,000	140,048.66	
03/17	ALBUQUERQUE BERNALILLO WTR NM SER A AMBAC PRF16 JUL06 05 000%JUL01 2025 TR FROM 86674029	Journal Entry	200,000	204,781.11	
03/17	UTAH TRAN AUTH SALES TAX REV SER A OID AGM PRF18 APR08 04.750%JUN15 2032 TR FROM 86674029	Journal Entry	200,000	220,035.77	

YOUR EMA TRANSACTIONS

March 01, 2016 - March 31, 2016

SECURITIES YOU TRANSFERRED IN/OUT (continued)

Date	Description	Transaction Type	Quantity	Value of Securities	Year To Date
03/17	MASS ST WTR POLLTN ABATEMNT TR POOL PG A RF SEP04 05.250%FEB01 2025 TR FROM 86674029	Journal Entry	100,000	129,234.83	
03/17	MASS BAY TRANSN AT SLS TAX RV SR SER B RF APR08 05.250%JUL01 2033 TR FROM 86674029	Journal Entry	100,000	134,663.33	
03/17	ARIZONA ST TRANSN BRD HWY REV SER A PRF18 MAY08 05.000%JUL01 2027 TR FROM 86674029	Journal Entry	200,000	220,931.11	
	NET TOTAL			**1,544,864.61**	**1,544,864.61**

Mary V. Reilly Charitable Foundation EIN: 30-6453777
2016 Form 990-PF
Part 1, Question 16a - Legal Fees

Cole Schotz P.C.	$15,000.00

December 15 to December 30, 2016

RAYMOND JAMES®

MVR Foundation Account Summary

MARY V REILLY CHARITABLE FOUNDATI
5265 RIVER CLUB DR
SUFFOLK VA 23435-3500654

Account No. 6565T428 **Closing Value $1,514,368.26**

EKS WEALTH MGMT OF RJA
Raymond James & Associates, Inc.
40 MAIN STREET | SUITE 400 | BURLINGTON, VT 05401 | 844-350-4573 | (802) 448-6084
http://raymondjames.com/ekswealthmanagement | Richard.Kowalski@RaymondJames.com

Raymond James Capital Access Client Services | 800-759-9797
24 hours a day, 7 days a week, including holidays
Online Account Access | raymondjames.com/investoraccess

Investment Objectives

Primary: Capital Preservation with a low risk tolerance and a time horizon exceeding 10 years.
Secondary: Income with a medium risk tolerance and a time horizon exceeding 10 years.

Activity

		This Statement		Year to Date
Beginning Balance	$	**0.00**	$	**0.00**
Deposits	$	1,510,018.98	$	1,510,018.98
Income	$	2.28	$	2.28
Withdrawals	$	0.00	$	0.00
Expenses	$	0.00	$	0.00
Change in Value	$	4,347.00	$	4,347.00
Ending Balance	$	**1,514,368.26**	$	**1,514,368.26**
Purchases	$	0.00	$	0.00
Sales/Redemptions	$	0.00	$	0.00

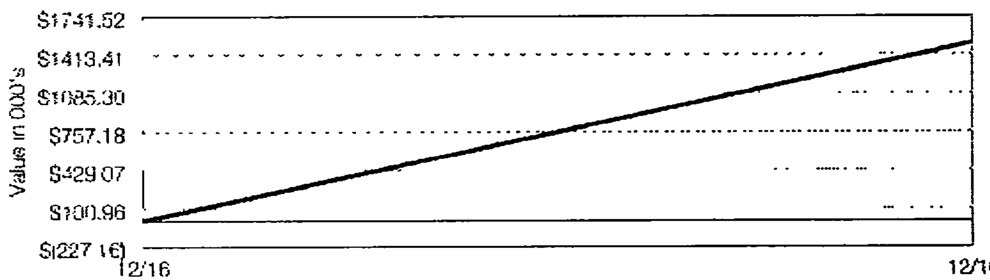
Dollar-Weighted Performance

See Understanding Your Statement for important information about these calculations.

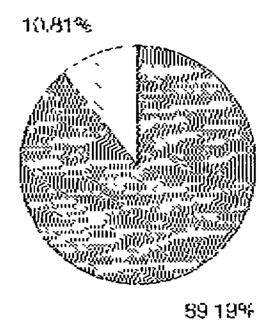
Performance Inception 12/22/16	This Quarter	YTD	2015	2014	Annualized Since 12/22/2016
	1.58%	1.58%	N/A	N/A	1.58%

Excludes some limited partnerships, unpriced securities and annuity history prior to the annuity being linked to the account.

Value Over Time



Asset Allocation Analysis



		Value	Percentage
US Equities	$	-	-
Non-US Equities	$	-	-
Fixed Income	$	1,350,531.00	89.19%
Real Estate & Tangibles	$	-	-
Alternative Investments	$	-	-
Non-classified	$	-	-
Cash & Cash Alternatives	$	163,837.26	10.81%

Morningstar asset allocation information is as of 12/29/2016 (mutual funds & annuities) and 12/19/2016 (529s)

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December 15 to December 30, 2016

RAYMOND JAMES®

Your Portfolio

MVR Foundation Account No. 6565T428

Cash & Cash Alternatives

Cash / Client Interest Program

Description	(Symbol)	Value	Estimated Income Yield	Estimated Annual Income
CASH		$95.00		
Cash / Client Interest Program Total		$95.00		$0.00

Raymond James Bank Deposit Program

Description	(Symbol)	Value	Estimated Income Yield	Estimated Annual Income
Raymond James Bank Deposit Program - Selected Sweep Option			0.07%	$114.81
Raymond James Bank N.A.		$163,742.26		
Raymond James Bank Deposit Program Total		$163,742.26		$114.61

Your bank priority state: VA

Participating banks recently added: Wells Fargo Bank, NA 09/06/2016

Please see the Raymond James Bank Deposit Program on the Understanding Your Statement page

Cash & Cash Alternatives Total		$163,837.26		$114.81

6565T428-24-1

RAYMOND JAMES®

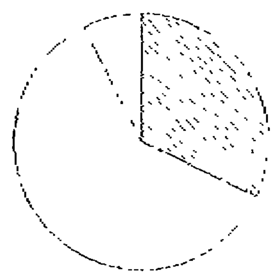
Your Portfolio (continued)

MVR Foundation Account No. 6565T428

Fixed Income *

Credit Quality Analysis

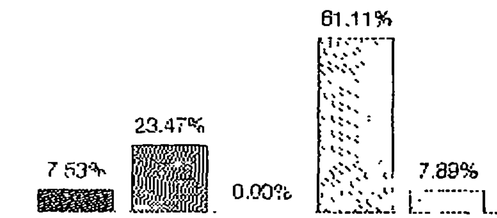
Lowest Available *		Current Period Value	Percentage Allocation
U.S. Treasury	$	0.00	0.00%
Agency/GSE Debt	$	0.00	0.00%
ABS/MBS/CMOs	$	0.00	0.00%
Certificates of Deposit (CDs)	$	0.00	0.00%
AAA	$	432,535.00	32.03%
AA	$	816,729.00	60.47%
A	$	0.00	0.00%
BAA	$	101,267.00	7.50%
Below Investment Grade	$	0.00	0.00%
Not Rated	$	0.00	0.00%



* Based on Moody's, S&P and Fitch (municipals only) Long Term Rating

Maturity Analysis

Maturity		Current Period Value	Percentage Allocation
0 to < 1 yr	$	101,754.00	7.53%
1 to < 3 yrs	$	316,914.00	23.47%
3 to < 7 yrs	$	0.00	0.00%
7 to < 14 yrs	$	825,343.00	61.11%
14 to > yrs	$	105,520.00	7.89%



Municipal Bonds

Description (CUSIP)	Par Value	Est Annual Income	Date Acquired	Price	Value	Accrued Interest	Total Cost Basis/ Gain or (Loss)	Adjusted Cost/ Gain or (Loss)
NEW CASTLE CNTY DEL GO BDS, SER 2007A 4.2500% DUE 07/15/2017 Prerefunded 07/15/2017 @ 100.000 (6432727W1)	$100,000.00	$4,250.00	02/05/2015	$101.754	**$101,754.00**	$1,947.92	$103,310.91 $(1,556.91)	$100,741.35 $1,012.65
Ratings Information: Moody's Long Term Rating: Aaa, Underlying Rating: Aaa **S&P** Long Term Rating: AAA, Long Term Outlook: Stable **Fitch** Short Term Rating: Not Rated, Long Term Rating: AAA, Long Term Outlook: Stable, Underlying Rating: Not Rated								
UTAH TRAN AUTH SALES TAX REV, SALES TAX REV BDS, SER 2008 A AGMC FORMERLY FSA 4.7500% DUE 06/15/2018 Prerefunded 06/15/2018 @ 100.000 (917565HL0)	$100,000.00	$4,750.00	02/05/2015	$105.097	**$105,097.00**	$197.92	$113,553.00 $(8,456.00)	$105,883.96 $(786.96)
Ratings Information: Moody's Long Term Rating: Aa2, Underlying Rating: Aa2 **S&P** Long Term Rating: AAA, Long Term Outlook: Stable, Underlying Rating: AAA, Underlying Outlook: Stable								

RAYMOND JAMES®

Your Portfolio (continued)

MVR Foundation Account No. 6565T428

Fixed Income (continued) *

Municipal Bonds (continued)

Description (CUSIP)	Par Value	Est. Annua Income	Date Acquired	Price	Value	Accrued Interest	Total Cost Basis/ Gain or (Loss)	Adjusted Cost/ Gain or (Loss)
ARIZONA ST TRANSN BRD HWY REV, REV BDS, SER 2008A 5.0000% DUE 07/01/2018 Prerefunded 07/01/2018 @ 100.000 (040654RA5)	$100,000.00 [c]	$5,000.00	02/05/2015	$105.591	**$105,591.00**	$2,486.11	$114,060.40 $(8,469.40)	$106,217.79 $(626.79)
Ratings Information: Moody's Long Term Rating: Aa1, Underlying Rating: Aa1 S&P Long Term Rating: AAA, Long Term Outlook: Stable								
HUNTSVILLE ALA, REF WTS, SER 2009A 5.0000% DUE 09/01/2018 Prerefunded 09/01/2018 @ 100.000 (447025GB7)	$100,000.00 [c]	$5,000.00		$106.226	**$106,226.00**	$1,652.78		
Ratings Information: Moody's Long Term Rating: Aaa, Underlying Rating: Aaa S&P Long Term Rating: AAA, Long Term Outlook: Stable								
MASSACHUSETTS ST WTR POLLUTN ABATEMENT TR, POOL PROG REF BDS, SER A 5.2500% DUE 02/01/2025 (57604PPR9)	$100,000.00 [c]	$5,250.00	02/05/2015	$122.361	**$122,361.00**	$2,172.92	$130,098.00 $(7,737.00)	$124,774.41 $(2,413.41)
Ratings Information: Moody's Long Term Rating: Aaa, Underlying Rating: Aaa S&P Long Term Rating: AAA, Long Term Outlook: Stable Fitch Short Term Rating: Not Rated, Long Term Rating: AAA, Long Term Outlook: Stable, Underlying Rating: Not Rated								
OHIO ST TPK COMMN TPK REV, REF REV BDS, SER 1998 A NATIONAL PUBLIC FINANCE GUARANTEE CORP 5.5000% DUE 02/15/2026 (67760HCH2)	$100,000.00 [c]	$5,500.00	02/05/2015	$120.729	**$120,729.00**	$2,062.50	$129,959.00 $(9,230.00)	$125,311.35 $(4,582.35)
Ratings Information: Moody's Long Term Rating: Aa3, Underlying Rating: Aa3 S&P Long Term Rating: AA-, Long Term Outlook: Stable, Underlying Rating: AA-, Underlying Outlook: Stable Fitch Short Term Rating: Not Rated, Long Term Rating: AA, Long Term Outlook: Stable, Underlying Rating: AA, Underlying Outlook: Stable								
TEXAS WATER DEV BRD, ST REVOLVING FD REV BDS, SER 2008B 5.2500% DUE 07/15/2026 Callable 07/15/2017 @ 100.000 (882854RG9)	$100,000.00 [c]	$5,250.00	02/05/2015	$102.194	**$102,194.00**	$2,406.25	$110,946.00 $(8,752.00)	$102,404.55 $(210.55)
Ratings Information: Moody's Long Term Rating: Aaa, Underlying Rating: Aaa S&P Long Term Rating: AAA, Long Term Outlook: Stable Fitch Short Term Rating: Not Rated, Long Term Rating: AAA, Long Term Outlook: Stable, Underlying Rating: Not Rated								

Fixed Income (continued) ◊

Municipal Bonds (continued)

Description (CUSIP)	Par Value	Est. Annual Income	Date Acquired	Price	Value	Accrued Interest	Total Cost Basis/ Gain or (Loss)	Adjusted Cost/ Gain or (Loss)
ILLINOIS ST, GO BDS, SER FEBRUARY 2014 5.2500% DUE 02/01/2028 Callable 02/01/2019 @ 100.000 (452152VE8)	$100,000.00 c	$5,250.00	05/27/2016	$101.267	**$101,267.00**	$2,172.92	$108,392.35 $(7,125.35)	$106,551.48 $(5,284.48)
Ratings Information: Moody's Long Term Rating: Baa2, Underlying Rating: Baa2 **S&P** Long Term Rating: BBB, Long Term Outlook: Negative **Fitch** Short Term Rating: Not Rated, Long Term Rating: BBB+, Long Term Watch: Negative, Underlying Rating: Not Rated								
PORT AUTH NY & N J, CONS BDS, SER 85TH 5.3750% DUE 03/01/2028 (733580YM0)	$100,000.00 c	$5,375.00	02/05/2015	$120.590	**$120,590.00**	$1,776.74	$125,415.00 $(4,825.00)	$122,287.06 $(1,697.06)
Ratings Information: Moody's Long Term Rating: Aa3, Underlying Rating: Aa3 **S&P** Long Term Rating: AA-, Long Term Outlook: Stable **Fitch** Short Term Rating: Not Rated, Long Term Rating: AA-, Long Term Outlook: Stable, Underlying Rating: Not Rated								
NEW YORK ST DORM AUTH REVS, COURT FAC LEASE REV BDS, CITY OF NEW YORK, SER 2005 A AMBAC 5.5000% DUE 05/15/2029 (64983QJC4)	$100,000.00 c	$5,500.00	02/05/2015	$125.187	**$125,187.00**	$687.50	$132,541.00 $(7,354.00)	$128,881.04 $(3,694.04)
Ratings Information: Moody's Long Term Rating: Aa2, Underlying Rating: Aa2 **S&P** Long Term Rating: AA-, Long Term Watch: Not Meaningful, Long Term Outlook: Stable, Underlying Rating: AA-, Underlying Outlook: Stable **Fitch** Short Term Rating: Not Rated, Long Term Rating: AA-, Long Term Outlook: Stable, Underlying Rating: AA-, Underlying Outlook: Stable								
TAMPA BAY WTR FL UTIL SYS REV, REF & IMPT REV BDS, SER 2001 A NATIONAL PUBLIC FINANCE GUARANTEE CORP 6.0000% DUE 10/01/2029 (875128FC9)	$100,000.00 c	$6,000.00	02/05/2015	$133.015	**$133,015.00**	$1,483.33	$138,437.00 $(5,422.00)	$134,262.14 $(1,247.14)
Ratings Information: Moody's Long Term Rating: Aa1, Underlying Rating: Aa1 **S&P** Long Term Rating: AA+, Long Term Outlook: Stable, Underlying Rating: AA+, Underlying Outlook: Stable **Fitch** Short Term Rating: Not Rated, Long Term Rating: AA+, Long Term Outlook: Stable, Underlying Rating: AA+, Underlying Outlook: Stable								

RAYMOND JAMES®

Your Portfolio (continued)

MVR Foundation Account No. 6565T428

Fixed Income (continued) ❖

Municipal Bonds (continued)

Description (CUSIP)	Par Value	Est. Annual Income	Date Acquired	Price	Value	Accrued Interest	Total Cost Basis/ Gain or (Loss)	Adjusted Cost/ Gain or (Loss)
FLORIDA ST BRD ED PUB ED, GO BDS, SER 2008 A 5.5000% DUE 06/01/2038 Callable 06/01/2018 @ 101.000 (34153PGF9)	$100,000.00 [c]	$5,500.00	02/05/2015	$106.520	**$106,520.00**	$443.06	$109,742.77 $(3,222.77)	$104,808.08 $1,711.92
Ratings Information: Moody's Long Term Rating: Aa1, Underlying Rating: Aa1 **S&P** Long Term Rating: AAA, Long Term Outlook: Stable **Fitch** Short Term Rating: Not Rated, Long Term Rating: AAA, Long Term Outlook: Stable, Underlying Rating: Not Rated								
Municipal Bonds Total	$1,200,000.00	$62,625.00			**$1,350,531.00**	$19,489.95		
Fixed Income Total		**$62,625.00**			**$1,350,531.00**	**$19,489.95**		

❖ Please see Fixed Income Investments on the Understanding Your Statement page.

Portfolio Total **$1,514,368.26**

Accrued Interest Total **$19,489.95**

[c] Cost basis for these tax lots/securities will be supplied to the IRS on Form 1099-B.

[d] *Dual basis as a result of a depreciated gift. The actual cost basis for this position cannot be determined until the position is sold.*

RAYMOND JAMES®

December 15 to December 30, 2016

Your Activity

MVR Foundation Account No. 6565T428

Activity Summary

Deposits

Type	This Statement	Year to Date
Deposits	$95.00	$95.00
Transfers In	$1,509,923.98	$1,509,923.98
Total Deposits	**$1,510,018.98**	**$1,510,018.98**

Income

Type	This Statement	Year to Date
Interest at RJ Bank Deposit Program	$2.28	$2.28
Total Income	**$2.28**	**$2.28**

Activity Detail

Date	Activity Category	Activity Type	Description (Symbol or CUSIP)	Check/ Deposit Code	Quantity	Price	Amount	Cash Balance	Additional Detail
			Beginning Balance					$0.00	
12/23/2016	Deposit	Transfer In	**ARIZONA ST TRANSN BRD HWY REV, REV BDS, SER 2008A 5.0000% DUE 07/01/2018 Prerefunded07/01/2018 @ 100.000 (040654RA5)**		100,000.000	$105.601	$105,601.00	$0.00	ACATS Security received from MERRILL LYNCH, 5% 07/01/18
12/23/2016	Deposit	Transfer In	**FLORIDA ST BRD ED PUB ED, GO BDS, SER 2008 A 5.5000% DUE 06/01/2038 Callable06/01/2018 @ 101.000 (34153PGF9)**		100,000.000	$105.776	$105,776.00	$0.00	ACATS Security received from MERRILL LYNCH 5.5% 06/01/38
12/23/2016	Deposit	Transfer In	**HUNTSVILLE ALA, REF WTS, SER 2009A 5.0000% DUE 09/01/2018 Prerefunded 09/01/2018 @ 100.000 (447025GB7)**		100,000.000	$106.247	$106,247.00	$0.00	ACATS Security received from MERRILL LYNCH, 5% 09/01/18
12/23/2016	Deposit	Transfer In	**ILLINOIS ST, GO BDS, SER FEBRUARY 2014 5.2500% DUE 02/01/2028 Callable02/01/2019 @ 100.000 (452152VE8)**		100,000.000	$101.917	$101,917.00	$0.00	ACATS Security received from MERRILL LYNCH 5.25% 02/01/28

RAYMOND JAMES®

Your Activity (continued)

MVR Foundation Account No. 6565T428

Activity Detail (continued)

Date	Activity Category	Activity Type	Description (Symbol or CUSIP)	Check/ Deposit Code	Quantity	Price	Amount	Cash Balance	Additional Detail
12/23/2016	Deposit	Transfer In	MASSACHUSETTS ST WTR POLLUTN ABATEMENT TR, POOL PROG REF BDS, SER A 5.2500% DUE 02/01/2025 (57604PPR9)		100,000.000	$121.665	$121,665.00	$0.00	ACATS Security received from MERRILL LYNCH, 5.25% 02/01/25
12/23/2016	Deposit	Transfer In	NEW CASTLE CNTY DEL, GO BDS, SER 2007A 4.2500% DUE 07/15/2017 Prerefunded07/15/2017 @ 100.000 (6432727W1)		100,000.000	$101.835	$101,835.00	$0.00	ACATS Security received from MERRILL LYNCH, 4.25% 07/15/17
12/23/2016	Deposit	Transfer In	NEW YORK ST DORM AUTH REVS, COURT FAC LEASE REV BDS, CITY OF NEW YORK, SER 2005 A AMBAC 5.5000% DUE 05/15/2029 (64983QJC4)		100,000.000	$124.050	$124,050.00	$0.00	ACATS Security received from MERRILL LYNCH, 5.5% 05/15/29
12/23/2016	Deposit	Transfer In	OHIO ST TPK COMMN TPK REV, REF REV BDS, SER 1998 A NATIONAL PUBLIC FINANCE GUARANTEE CORP 5.5000% DUE 02/15/2026 (67760HCH2)		100,000.000	$119.914	$119,914.00	$0.00	ACATS Security received from MERRILL LYNCH, 5.5% 02/15/26
12/23/2016	Deposit	Transfer In	PORT AUTH NY & N J, CONS BDS, SER 85TH 5.3750% DUE 03/01/2028 (733580YM0)		100,000.000	$119.994	$119,994.00	$0.00	ACATS Security received from MERRILL LYNCH, 5.375% 03/01/28
12/23/2016	Deposit	Transfer In	TAMPA BAY WTR FL UTIL SYS REV, REF & IMPT REV BDS, SER 2001 A NATIONAL PUBLIC FINANCE GUARANTEE CORP 6.0000% DUE 10/01/2029 (875128FC9)		100,000.000	$131.805	$131,805.00	$0.00	ACATS Security received from MERRILL LYNCH, 6% 10/01/29
12/23/2016	Deposit	Transfer In	TEXAS WATER DEV BRD, ST REVOLVING FD REV BDS, SER 2008B 5.2500% DUE 07/15/2026 Callable 07/15/2017 @ 100.000 (882854RG9)		100,000.000	$102.274	$102,274.00	$0.00	ACATS Security received from MERRILL LYNCH, 5.25% 07/15/26
12/23/2016	Deposit	Transfer In	Cash				$163,739.98	$163,739.98	ACATS Funds received from MERRILL LYNCH,

6565T428-24-1 71172NPM

December 15 to December 30, 2016

RAYMOND JAMES®

Your Activity (continued)

MVR Foundation Account No. 6565T428

Activity Detail (continued)

Date	Activity Category	Activity Type	Description (Symbol or CUSIP)	Check/Deposit Code	Quantity	Price	Amount	Cash Balance	Additional Detail
12/23/2016	Deposit	Transfer In	**UTAH TRAN AUTH SALES TAX REV, SALES TAX REV BDS, SER 2008 A AGMC FORMERLY FSA 4.7500% DUE 06/15/2018 Prerefunded 06/15/2018 @ 100.000 (917565HL0)**		100,000.000	$105.106	$105,106.00	$163,739.98	ACATS Security received from MERRILL LYNCH, 4.75% 06/15/18
12/30/2016	Deposit	Deposit	**Cash**				$95.00	$163,834.98	Reimb ACAT Fee 6565T428 2NDM
12/30/2016	Income	Interest at RJ Bank Deposit Program	**Raymond James Bank Deposit Program**				$2.28	$163,837.26	

Cash Sweep Activity Recap

Raymond James Bank Deposit Program

Date	Activity Type	Amount	Balance
12/15/2016	Beginning Balance		$0.00
12/23/2016	Transfer To	$163,739.98	$163,739.98
12/30/2016	Interest at RJ Bank Deposit Program	$2.28	$163,742.26

Future Payments

Future Interest Payments [◊]

Description (Symbol or CUSIP)	Record Date	Payable Date	Estimated Amount	Additional Detail
ARIZONA ST TRANSN BRD HWY REV, REV BDS, SER 2008A 5.0000% DUE 07/01/2018 Prerefunded07/01/2018 @ 100.000 (040654RA5)	12/15/2016	01/01/2017	$2,500.00	5.00% coupon x 100,000.000 par value
Future Interest Payments Total			$2,500.00	

◊ Please see Future Payments on the Understanding Your Statement page

6565T428-24-1

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2016

Name of the organization	Employer identification number
Mary V. Reilly Charitable Foundtion	30-6453777

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year . . . . ▶ $ ______________

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
Mary V. Reilly Charitable Foundation	30-6453777

Part I **Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Merrill Lynch and Katherine W. Eason, Co-Trustees of the Mary V. Reilly Revocable Trust u/a/d March 5, 2001, as amended, 5265 River Club Drive Suffolk, VA 23435	$ 1,538,833	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
Mary V. Reilly Charitable Foundation	30-6453777

Part II **Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	Securities and municipal bonds as set forth on the attached Exhibit A	$ 1,538,833	March 17, 2016

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization	Employer identification number
Mary V. Reilly Charitable Foundation	30-6453777

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Merrill Lynch
Bank of America Corporation

Primary Account: 866-02165

MARY V REILLY CHARITABLE
FOUNDATION
C/O KATHERINE EASON
5265 RIVER CLUB DR
SUFFOLK VA 23435-3500

YOUR MERRILL LYNCH REPORT

March 01, 2016 - March 31, 2016

PORTFOLIO SUMMARY	*March 31*	*February 29*	*Month Change*	
Net Portfolio Value	**$1,556,154.53**	-	**$1,556,154.53**	▲
Your assets	$1,556,154.53	-	$1,556,154.53	▲
Your liabilities	-	-		
Your Net Cash Flow (Inflows/Outflows)	-	-		
Securities You Transferred In/Out	$1,544,864.61	-		
Subtotal Net Contributions	***$1,544,864.61***	-		
Your Dividends/Interest Income	-	-		
Your Market Gains/(Losses)	$11,289.92	-		
Subtotal Investment Earnings	***$11,289.92***	-		

ou have questions on your statement, call 24-Hour Assistance:
(800) MERRILL
(800) 637-7455

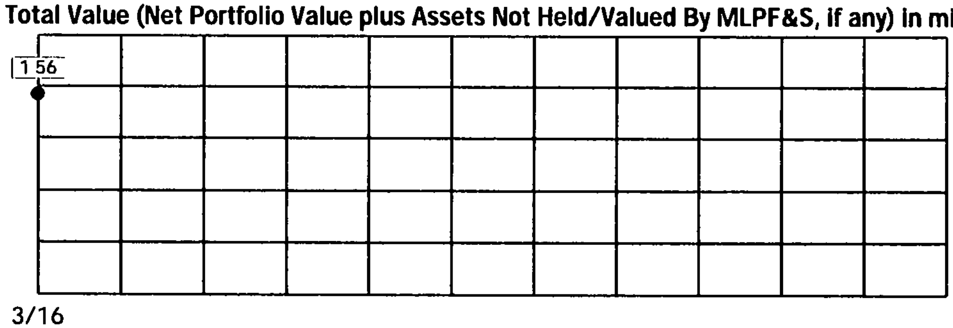
Investment Advice and Guidance:
Call Your Financial Advisor

Your Financial Advisor:
EWINS KOWALSKI SWETT
60 LAKE STREET SUITE 1G
BURLINGTON VT 05401
1-800-937-0374

Up-to-date account information can be viewed at: www.mymerrill.com, where your statements are archived for three or more years.

stions about MyMerrill? Click the "help" tab e top of the screen once you log in.

Total Value (Net Portfolio Value plus Assets Not Held/Valued By MLPF&S, if any) in millions, 2016-2016



YOU MAY STILL BE ABLE TO MAKE A 2015 IRA CONTRIBUTION UNTIL

4/18/2016. If you earned income in 2015 and have not yet made an IRA contribution for 2015, you have until April 18, 2016 to complete your contribution. Call your financial advisor today for details.

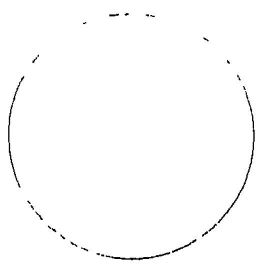
Merrill Lynch Wealth Management makes available products and services offered by Merrill Lynch, Pierce, Fenner & Smith Incorporated (MLPF&S) and other subsidiaries of Bank of America Corporation. MLPF&S is a registered broker-dealer, Member Securities Investor Protection Corporation (SIPC) and a wholly owned subsidiary of Bank of America Corporation. Investment products: **Are Not FDIC Insured | Are Not Bank Guaranteed | May Lose Value**

YOUR PORTFOLIO REVIEW

March 01, 2016 - March 31, 2016

ASSET ALLOCATION*

* Estimated Accrued Interest not Included; may not reflect all holdings; does not include asset categories less than 1%.



	Current Value	Allocation
Fixed Income	1,538,833.00	100.00%
TOTAL	**$1,538,833.00**	**100%**

BOND MATURITY SCHEDULE

Does not include Fixed Income Mutual Funds

Maturity Years	*% of Total Bond Assets*	*Par Value*	*Estimated Market Value*
<1	13%	200,000	202,264.00
2-5	28%	400,000	435,672.00
5-10	17%	200,000	260,662.00
10-15	33%	400,000	504,261.00
15-20	9%	100,000	135,974.00
Total	**100%**	**1,300,000**	**$1,538,833.00**

TOP FIVE PORTFOLIO HOLDINGS

Based on Estimated Market Value

	Current Value	*% of Portfolio*
ARIZONA ST TRANSN BRD	218,504 00	14.20%
UTAH TRAN AUTH SALES TAX	217,168.00	14.11%
ALBUQUERQUE BERNALILLO	202,264.00	13 14%
TAMPA BAY WTR FLA UTIL	139,126.00	9 04%
MASS BAY TRANSN AT SLS	135,974.00	8.84%

FINANCIAL MARKET INDICATORS

	This Report	*Last Report*	*Previous Year End*
S&P 500	2059.74	1932.23	2043.94
Three-Month Treasury Bills	.20%	.32%	.16%
Long-Term Treasury Bonds	2.61%	2.62%	3.02%
One-Month LIBOR	.43%	.44%	.42%
NASDAQ	4869.85	4557.95	5007.41

Merrill Lynch
Bank of America Corporation

Online at: **www.mymerrill.com** Account Number: 866-02165 **24-Hour Assistance: (800) MERRILL**

MARY V REILLY CHARITABLE
FOUNDATION
C/O KATHERINE EASON
5265 RIVER CLUB DR
SUFFOLK VA 23435-3500

Net Portfolio Value: $1,556,154.53

Your Financial Advisor:
EWINS KOWALSKI SWETT
60 LAKE STREET SUITE 1G
BURLINGTON VT 05401
1-800-937-0374

EMA® ACCOUNT

March 01, 2016 - March 31, 2016

	This Statement	*Year to Date*
Opening Value (03/01)	$0.00	
Total Credits	-	-
Total Debits	-	-
Securities You Transferred In/Out	1,544,864.61	1,544,864 61
Market Gains/(Losses)	11,289.92	11,289.92
Closing Value (03/31)	$1,556,154.53	

ASSETS	*March 31*	*February 29*
Cash/Money Accounts	-	-
Fixed Income	1,538,833.00	-
Equities	-	-
Mutual Funds	-	-
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	***1,538,833.00***	-
Estimated Accrued Interest	17,321.53	-
TOTAL ASSETS	**$1,556,154.53**	-

LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
TOTAL LIABILITIES	-	-
NET PORTFOLIO VALUE	**$1,556,154.53**	-

EMA® ACCOUNT

March 01, 2016 - March 31, 2016

CASH FLOW

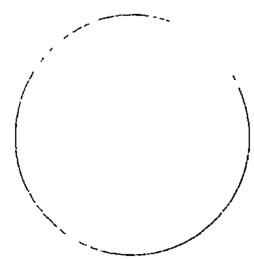
CASH FLOW	*This Statement*	*Year to Date*
Opening Cash/Money Accounts	-	
CREDITS		
Funds Received	-	-
ctronic Transfers	-	-
er Credits	-	-
Subtotal	-	-
DEBITS		
Electronic Transfers	-	-
Margin Interest Charged	-	-
Other Debits	-	-
Visa Purchases	-	-
ATM/Cash Advances	-	-
Checks Written/Bill Payment	-	-
Subtotal	-	-
Net Cash Flow	-	-

OTHER TRANSACTIONS

Dividends/Interest Income	-	-
Security Purchases/Debits	-	-
Security Sales/Credits	-	-
sing Cash/Money Accounts	-	
urities You Transferred In/Out	1,544,864 61	1,544,864.61

ASSET ALLOCATION*

* Estimated Accrued Interest not included; may not reflect all holdings; does not include asset categories less than 1%.



	Allocation
Fixed Income	100.00%
TOTAL	100%

DOCUMENT PREFERENCES THIS PERIOD

	Mail	*Online Delivery*
Statements	X	
Performance Reports	X	
Trade Confirms	X	
Shareholders Communication	X	
Prospectus	X	
Service Notices	X	
Tax Statements	X	

MARY V REILLY CHARITABLE

Account Number: 866-02165

YOUR EMA ASSETS

March 01, 2016 - March 31, 2016

MUNICIPAL BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ ALBUQUERQUE BERNALILLO	02/05/15	200,000	202,323.59	101.1320	**202,264.00**	(59.59)	2,500.00	**10,000**	4.94
WTR NM SER A AMBAC PRF16 JUL06 05.000%JUL01 2025									
MOODY'S: AA2 S&P. AA+ CUSIP: 013493BQ3									
CALL DT:07/01/16 CALL PR:100									
ORIGINAL UNIT/TOTAL COST· 101 3425/202,685 04									
Δ UTAH TRAN AUTH SALES TAX	02/05/15	200,000	217,852.20	108.5840	**217,168.00**	(684.20)	2,797.22	**9,500**	4.37
REV SER A OID AGM PRF18 APR08 04.750%JUN15 2032									
MOODY'S. AA2 S&P. AAA CUSIP: 917565HL0									
CALL DT.06/15/18 CALL PR·100									
ORIGINAL UNIT/TOTAL COST: 109.0825/218,165.08									
Δ ARIZONA ST TRANSN BRD	02/05/15	200,000	218,661.87	109.2520	**218,504.00**	(157.87)	2,500.00	**10,000**	4.57
HWY REV SER A PRF18 MAY08 05.000%JUL01 2027									
MOODY'S. AA1 S&P AAA CUSIP: 040654RA5									
CALL DT 07/01/18 CALL PR 100									
ORIGINAL UNIT/TOTAL COST· 109 4910/218,982.02									
Δ MASS ST WTR POLLTN	02/05/15	100,000	126,901.39	129.8800	**129,880.00**	2,978.61	875.00	**5,250**	4.04
ABATEMNT TR POOL PG A RF SEP04 05.250%FEB01 2025									
MOODY'S· AAA S&P. AAA CUSIP: 57604PPR9									
ORIGINAL UNIT/TOTAL COST. 127.0105/127,010.52									
Δ OHIO ST TPK COMMN TPK	02/05/15	100,000	127,173 50	130.7820	**130,782.00**	3,608.50	702.78	**5,500**	4.20
REV SER A RF NPFG SEP98 05 500%FEB15 2026									
MOODY'S AA3 S&P. AA- CUSIP: 67760HCH2									
ORIGINAL UNIT/TOTAL COST· 127 2689/127,268 94									
Δ TEXAS WTR DEV BRD REV ST	02/05/15	100,000	105,794.27	105.9330	**105,933.00**	138.73	1,108.33	**5,250**	4 95
REVOLVING FD-SUB LIEN B JUL08 05 250%JUL15 2026									
MOODY'S. AAA S&P: AAA CUSIP: 882854RG9									
PAR CALL DATE 07/15/17 PAR CALL PRICE. 100.00									
ORIGINAL UNIT/TOTAL COST: 105 9685/105,968.53									

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YOUR EMA ASSETS

March 01, 2016 - March 31, 2016

MUNICIPAL BONDS (continued) *Description*	*Acquired*	*Quantity*	*Adjusted/Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
Δ PORT AUTH NY & NJ CONS *SER 85 OID MAR93 05.375%MAR01 2028* *MOODY'S· AA3 S&P: AA- CUSIP. 733580YM0* *ORIGINAL UNIT/TOTAL COST· 123 6091/123,609.17*	02/05/15	100,000	123,544.80	125.3510	**125,351.00**	1,806.20	447.92	**5,375**	4.28
Δ NEW YORK ST DORM AUTH *REVS COURT FACS A AMBAC JUN05 05.500%MAY15 2029* *MOODY'S AA2 S&P· AA- CUSIP· 64983QJC4* *ORIGINAL UNIT/TOTAL COST: 130.4224/130,422.49*	02/05/15	100,000	130,347.19	133.8510	**133,851.00**	3,503.81	2,077.78	**5,500**	4.10
Δ TAMPA BAY WTR FLA UTIL *SYS REV & IMPT A RF NPFG AUG01 06.000%OCT01 2029* *MOODY'S· AA1 S&P· AA+ CUSIP 875128FC9* *ORIGINAL UNIT/TOTAL COST: 136 0232/136,023.23*	02/05/15	100,000	135,937.35	139.1260	**139,126.00**	3,188.65	3,000.00	**6,000**	4.31
Δ MASS BAY TRANSN AT SLS *TAX RV SR SER B RF APR08 05.250%JUL01 2033* *MOODY'S. AA2 S&P. AA+ CUSIP· 575579UK1* *ORIGINAL UNIT/TOTAL COST· 178 0016/178,001 62*	02/05/15	100,000	177,833.77	135.9740	**135,974.00**	(41,859.77)	1,312.50	**5,250**	3.86
TOTAL		1,300,000	1,566,369.93		**1,538,833.00**	(27,536.93)	17,321.53	**67,625**	4.39

[redacted]EASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

LONG PORTFOLIO	*Adjusted/Total Cost Basis*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
TOTAL	1,566,369.93	**1,538,833.00**	(27,536.93)	17,321 53	**67,625**	4.39

Notes

Δ Debt Instruments purchased at a premium show amortization θ Debt Instruments purchased at a discount show accretion

For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

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MARY V REILLY CHARITABLE

Account Number: 866-02165

YOUR EMA TRANSACTIONS

March 01, 2016 - March 31, 2016

SECURITIES YOU TRANSFERRED IN/OUT

Date	Description	Transaction Type	Quantity	Value of Securities	Year To Date
03/17	TEXAS WTR DEV BRD REV ST REVOLVING FD-SUB LIEN B JUL08 05.250%JUL15 2026 TR FROM 86674029	Journal Entry	100,000	107,035.16	
3/17	OHIO ST TPK COMMN TPK REV SER A RF NPFG SEP98 05.500%FEB15 2026 TR FROM 86674029	Journal Entry	100,000	129,820.88	
03/17	PORT AUTH NY & NJ CONS SER 85 OID MAR93 05.375%MAR01 2028 TR FROM 86674029	Journal Entry	100,000	124,368.88	
03/17	NEW YORK ST DORM AUTH REVS COURT FACS A AMBAC JUN05 05.500%MAY15 2029 TR FROM 86674029	Journal Entry	100,000	133,944.88	
03/17	TAMPA BAY WTR FLA UTIL SYS REV & IMPT A RF NPFG AUG01 06.000%OCT01 2029 TR FROM 86674029	Journal Entry	100,000	140,048.66	
17	ALBUQUERQUE BERNALILLO WTR NM SER A AMBAC PRF16 JUL06 05.000%JUL01 2025 TR FROM 86674029	Journal Entry	200,000	204,781.11	
03/17	UTAH TRAN AUTH SALES TAX REV SER A OID AGM PRF18 APR08 04.750%JUN15 2032 TR FROM 86674029	Journal Entry	200,000	220,035.77	

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YOUR EMA TRANSACTIONS

March 01, 2016 - March 31, 2016

SECURITIES YOU TRANSFERRED IN/OUT (continued)

Date	*Description*	*Transaction Type*	*Quantity*	*Value of Securities*	*Year To Date*
03/17	MASS ST WTR POLLTN ABATEMNT TR POOL PG A RF SEP04 05.250%FEB01 2025 TR FROM 86674029	Journal Entry	100,000	129,234.83	
03/17	MASS BAY TRANSN AT SLS TAX RV SR SER B RF APR08 05 250%JUL01 2033 TR FROM 86674029	Journal Entry	100,000	134,663.33	
03/17	ARIZONA ST TRANSN BRD HWY REV SER A PRF18 MAY08 05.000%JUL01 2027 TR FROM 86674029	Journal Entry	200,000	220,931.11	
	NET TOTAL			**1,544,864.61**	**1,544,864.61**

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