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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation GROSE, JOHN EDWIN CHARITABLE TRUST			A Employer identification number 45-2859202	
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117			B Telephone number (see instructions) (888) 730-4933	
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101			C If exemption application is pending, check here <input type="checkbox"/>	
Foreign country name Foreign province/state/county Foreign postal code			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,657,983		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <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	89,899	87,665		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	26,966			
	b Gross sales price for all assets on line 6a	731,853			
	7 Capital gain net income (from Part IV, line 2)		26,966		
	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	116,865	114,631	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	44,323	33,242		11,081
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,099			1,099
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,676	1,676		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	69	69		
	24 Total operating and administrative expenses. Add lines 13 through 23	47,167	34,987	0	12,180
	25 Contributions, gifts, grants paid	185,000			185,000
26 Total expenses and disbursements. Add lines 24 and 25	232,167	34,987	0	197,180	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-115,302				
b Net investment income (if negative, enter -0-)		79,644			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	81,852	50,209	50,209
	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)	3,245,901	3,156,874	3,607,774	
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)	3,327,753	3,207,083	3,657,983	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,327,753	3,207,083	
	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)	3,327,753	3,207,083		
31 Total liabilities and net assets/fund balances (see instructions)	3,327,753	3,207,083		

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	3,327,753
2 Enter amount from Part I, line 27a	2	-115,302
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	3,074
4 Add lines 1, 2, and 3	4	3,215,525
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	8,442
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,207,083

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	26,966
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.

(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	197,069	3,904,328	0.050474
2014	129,617	1,001,029	0.032396
2013	112,905	3,809,221	0.029640
2012	96,320	3,593,570	0.026803
2011	87,622	3,411,891	0.025681
2 Total of line 1, column (d)			2 0.164994
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 0.032999
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 3,653,087
5 Multiply line 4 by line 3			5 120,548
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 796
7 Add lines 5 and 6			7 121,344
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			8 197,180

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	796
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	796
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	796
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	697
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	697
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	99
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	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 \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) FL		
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 ► <input type="checkbox"/>		
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 ► <input type="checkbox"/>		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 ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b N/A

6b X

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	44,323		

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	3,581,474
b	Average of monthly cash balances	1b	127,244
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,708,718
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	3,708,718
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	55,631
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,653,087
6	Minimum investment return. Enter 5% of line 5	6	182,654

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	182,654
2a	Tax on investment income for 2016 from Part VI, line 5	2a	796
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	796
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	181,858
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	181,858
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	181,858

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	197,180
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	197,180
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	796
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	196,384

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				181,858
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			181,216	
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 ▶ \$ 197,180				
a Applied to 2015, but not more than line 2a			181,216	
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				15,964
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 (e).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
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				165,894
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 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 See Attached Statement				
Total			▶ 3a	185,000
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	89,899	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	26,966	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		116,865	0
13	Total. Add line 12, columns (b), (d), and (e)				13	116,865

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

[illegible]

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

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

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

4/21/2017
Date

SVP Wells Fargo Frank 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

Shelton

Date:

4/21/2017

Check ☒ if self-employed

PTIN

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

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

Phone no	412-355-6000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE UMC OF THE UNITED STATES

Street

POST OFFICE BOX 340029

City

NASHVILLE

State

TN

Zip Code

37203

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

46,250

Name

WEST VIRGINIA UNIVERSITY FND INC

Street

POST OFFICE BOX 1650

City

MORGANTOWN

State

WV

Zip Code

26507

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

138,750

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															Amount	
Short Term CG Distributions															9,853	0
Line #	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				
										Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss				
										731,953	704,887	28,966				
										0	0	0				
1	PIMCO TOTAL RET FD-INST #	693390700	X				1/25/2008	5/24/2016	40,000	42,886				-2,886		
2	PIMCO TOTAL RET FD-INST #	693390700	X				1/25/2008	7/14/2016	20,000	21,137				-1,137		
3	PIMCO TOTAL RET FD-INST #	693390700	X				1/25/2008	11/17/2016	21,228	23,082				-1,854		
4	PIMCO TOTAL RET FD-INST #	693390700	X				10/22/2009	11/17/2016	16,772	18,170				-1,398		
5	PIMCO FOREIGN BD FD USD	693390882	X				11/29/2011	5/24/2016	18,000	18,582				-582		
6	PIMCO FOREIGN BD FD USD	693390882	X				11/29/2011	7/14/2016	1,414	1,418				-4		
7	PIMCO FOREIGN BD FD USD	693390882	X				1/25/2008	7/14/2016	34,586	34,191				395		
8	T ROWE PRICE SHORT TERM	77957P105	X				4/7/2010	7/14/2016	48,648	49,796				-1,148		
9	T ROWE PRICE SHORT TERM	77957P105	X				4/19/2011	7/14/2016	19,704	20,084				-380		
10	T ROWE PRICE SHORT TERM	77957P105	X				4/19/2011	7/14/2016	30,286	30,881				-595		
11	T ROWE PRICE SHORT TERM	77957P105	X				4/19/2011	11/17/2016	18,555	19,033				-478		
12	T ROWE PRICE SHORT TERM	77957P105	X				2/16/2011	11/17/2016	19,445	19,884				-439		
13	T ROWE PRICE REAL ESTAT	77991P109	X				12/30/2015	11/17/2016	17,656	18,000				-344		
14	T ROWE PRICE REAL ESTAT	77991P109	X				2/5/2009	11/17/2016	2,344	698				1,646		
15	ANHEUSER-BUSCH INBEV SH	03524A108	X				2/3/2012	5/24/2016	23,666	12,259				11,407		
16	ARTISAN INTERNATIONAL FC	04314H402	X				6/2/2015	5/24/2016	10,000	11,633				-1,633		
17	HARBOR INTERNATIONAL FC	411511306	X				6/3/2015	5/24/2016	4,771	7,192				-2,421		
18	ISHARES CORE S&P SMALL	484287804	X				1/25/2008	7/14/2016	25,000	26,324				-1,324		
19	JOHNSON CONTROLS INC	478366107	X				3/19/2015	11/17/2016	10,533	9,450				1,083		
20	ASSG GLOBAL ALTERNATIVES	63872T885	X				7/24/2012	5/24/2016	10,712	5,779				4,933		
21	ASSG GLOBAL ALTERNATIVES	63872T885	X				8/15/2013	5/24/2016	17,065	20,000				-2,935		
22	ASSG GLOBAL ALTERNATIVES	63872T885	X				4/28/2014	5/24/2016	17,751	20,000				-2,249		
23	ASSG GLOBAL ALTERNATIVES	63872T885	X				3/19/2015	5/24/2016	8,065	10,000				-1,935		
24	ORACLE CORPORATION	68398X105	X				11/13/2002	7/14/2016	12,519	2,859				9,660		
25	OPPENHEIMER DEVELOPING	683974604	X				4/5/2013	7/14/2016	3,742	4,000				-258		
26	OPPENHEIMER DEVELOPING	683974604	X				6/11/2013	7/14/2016	9,483	10,000				-517		
27	OPPENHEIMER DEVELOPING	683974604	X				8/15/2013	7/14/2016	10,985	12,000				-1,015		
28	ARTISAN INTERNATIONAL FC	04314H402	X				1/10/2012	7/14/2016	5,780	5,380				410		
29	ARTISAN INTERNATIONAL FC	04314H402	X				6/2/2015	11/17/2016	6,681	8,367				-1,686		
30	ARTISAN INTERNATIONAL FC	04314H402	X				3/19/2015	11/17/2016	11,319	13,809				-2,490		
31	CONOCOPHILLIPS	20825C104	X				1/3/2003	5/24/2016	5,425	2,388				3,037		
32	DIAMOND HILL LONG-SHORT	25264S833	X				1/10/2012	7/14/2016	5,000	3,578				1,422		
33	DODGE & COX INTL STOCK	256206103	X				6/17/2014	5/24/2016	14,826	19,465				-4,639		
34	DODGE & COX INTL STOCK	256206103	X				8/11/2014	5/24/2016	15,174	19,591				-4,417		
35	DREYFUS INTERNATIONAL BOND	261980668	X				3/19/2015	11/17/2016	9,807	10,809				-1,001		
36	DREYFUS INTERNATIONAL BOND	261980668	X				6/2/2015	11/17/2016	8,192	8,779				-587		
37	DRIEHAUS ACTIVE INCOME	262028655	X				3/6/2012	5/24/2016	18,770	20,000				-1,230		
38	DRIEHAUS ACTIVE INCOME	262028655	X				7/24/2012	5/24/2016	9,557	10,000				-443		
39	DRIEHAUS ACTIVE INCOME	262028655	X				9/21/2012	5/24/2016	4,737	5,000				-263		
40	DRIEHAUS ACTIVE INCOME	262028655	X				4/29/2014	5/24/2016	8,573	9,290				-717		
41	GOLDMAN SACHS GROUP INC	38141G104	X				2/4/2013	7/14/2016	4,072	3,986				86		
42	GOLDMAN SACHS GROUP INC	38141G104	X				8/1/2013	7/14/2016	4,072	4,187				-115		
43	HARBOR INTERNATIONAL FC	411511306	X				2/13/2014	5/24/2016	4,612	7,731				-3,119		
44	VICTORY MUND M/C CORE G	92647K838	X				2/5/2009	7/14/2016	32,000	14,231				17,769		
45	VICTORY MUND M/C CORE G	92647K838	X				2/5/2009	7/14/2016	34,615	14,924				19,691		
46	VICTORY MUND M/C CORE G	92647K838	X				1/22/2012	7/14/2016	19,488	20,762				-1,274		
47	PIMCO EMERG MKTS BD-IN	693391559	X				1/25/2008	11/17/2016	1,352	1,387				-35		
48	T ROWE PRICE SHORT TERM	77957P105	X				1/14/2011	5/24/2016	1,352	1,387				-35		

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

		1,099	0	0	1,099
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,099			1,099

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

		1,676	1,676	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	1,676	1,676		

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

		69	69	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR Fees	26	26		
2	OMG MINERAL INTEREST-AD VALOREM TAXES	8	8		
3	OIL GAS & MINERAL FEES	35	35		

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	BOEING COMPANY		0	20,293	24,130
3	CVS/CAREMARK CORPORATION		0	15,074	12,626
4	CISCO SYSTEMS INC		0	12,165	21,758
5	COGNIZANT TECH SOLUTIONS CRP COM		0	6,602	5,883
6	CUMMINS INC		0	11,049	10,250
7	DIAGEO PLC - ADR		0	3,828	3,638
8	WALT DISNEY CO		0	11,353	22,407
9	GILEAD SCIENCES INC		0	7,973	14,322
10	HOME DEPOT INC		0	6,872	26,146
11	MICROSOFT CORP		0	11,367	27,342
12	PNC FINANCIAL SERVICES GROUP		0	14,922	18,129
13	ROCHE HOLDINGS LTD - ADR		0	17,101	14,550
14	SCHLUMBERGER LTD		0	16,941	18,889
15	TJX COS INC NEW		0	5,605	7,889
16	THERMO FISHER SCIENTIFIC INC		0	10,682	12,699
17	TOTAL FINA ELF S.A. ADR		0	14,235	13,507
18	UNION PACIFIC CORP		0	22,567	37,325
19	UNITED TECHNOLOGIES CORP		0	3,008	13,154
20	MCKESSON CORP		0	15,099	11,938
21	MANULIFE FINANCIAL CORP		0	6,606	8,019
22	EXXON MOBIL CORPORATION		0	4,571	11,734
23	TARGET CORP		0	16,989	23,114
24	UNITEDHEALTH GROUP INC		0	14,166	34,409
25	HAIN CELESTIAL GROUP INC		0	6,559	5,269
26	BLACKROCK INC		0	10,808	13,319
27	VERIZON COMMUNICATIONS		0	8,798	20,018
28	MONSANTO CO NEW		0	14,055	13,677
29	JPMORGAN CHASE & CO		0	13,428	25,887
30	SUNCOR ENERGY INC NEW F		0	19,672	23,537
31	AFFILIATED MANAGER'S GROUP INC		0	19,086	18,889
32	APPLE COMPUTER INC COM		0	22,672	40,537
33	BERSHIRE HATHAWAY INC		0	18,698	27,707
34	ALPHABET INC/CA		0	22,445	27,014
35	AMERIPRISE FINL INC		0	11,400	9,985
36	EATON CORP PLC		0	4,179	5,367
37	CME GROUP INC		0	12,359	20,763
38	DODGE & COX INCOME FD COM 147		0	267,051	263,052
39	HARBOR INTERNATIONAL FD INST 2011		0	81,163	74,740
40	PIMCO TOTAL RET FD-INST 35		0	78,384	72,209
41	PIMCO FOREIGN BD FD USD H-INST 103		0	30,020	30,251
42	T ROWE PRICE SHORT TERM BD FD 55		0	76,102	74,438
43	TWEEDY BROWNE FD GLOBAL VALUE 1		0	40,000	40,595
44	PRINCIPAL GL MULT STRAT-INST #4684		0	34,000	33,733
45	VOYA INTL RL EST FD CL-I #2664		0	100,130	71,081
46	ARTISAN INTERNATIONAL FD I 662		0	46,191	38,051

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	MERGER FUND-INST #301		0	55,000	55,175
48	FID ADV EMER MKTS INC- CL I 607		0	102,000	104,117
49	T ROWE PRICE REAL ESTATE FD 122		0	65,545	230,817
50	ISHARES TR SMALLCAP 600 INDEX FD		0	137,939	189,778
51	DREYFUS INTERNATL BOND FD CL I 6094		0	7,221	6,711
52	EATON VANCE GLOBAL MACRO - I		0	42,225	39,822
53	DODGE & COX INTL STOCK FD 1048		0	60,409	51,393
54	ISHARES S&P MIDCAP 400 GROWTH		0	98,730	156,692
55	AIM INTERNATIONAL GROWTH-Y 8516		0	80,000	70,661
56	ABERDEEN EMERG MARKETS-INST 840		0	115,835	108,157
57	JP MORGAN MID CAP VALUE-I 758		0	50,000	74,774
58	ISHARES BOMX \$ INV GR CORP BD FD		0	149,194	152,334
59	AQR MANAGED FUTURES STR-I		0	58,000	50,829
60	ISHARES MSCI EAFE GROWTH		0	38,466	38,214
61	JPMORGAN HIGH YIELD FUND SS 3580		0	128,831	142,048
62	T ROWE PRICE INST FLOAT RATE 170		0	50,000	49,164
63	OPPENHEIMER DEVELOPING MKT-I 799		0	69,620	74,423
64	ASHMORE EMERG MKTS CR DB-INS		0	41,630	37,812
65	BLACKROCK GL L/S CREDIT-INS #1833		0	40,000	41,306
66	SPDR DJ WILSHIRE INTERNATIONAL REA		0	27,469	23,452
67	VANGUARD INTERMEDIATE TERM B		0	186,478	181,093
68	ROBECO BP LNG/SHRT RES-INS		0	122,000	127,186
69	DIAMOND HILL LONG-SHORT FD CL I 11		0	16,584	24,335
70	RIDGEWORTH FD-MIDCAP VAL EQ I 5412		0	69,000	79,730
71	GATEWAY FUND - Y 1986		0	24,482	27,337
72	CREDIT SUISSE COMM RT ST-CO 2156		0	62,405	40,078
73	BRAXTON COUNTY, WV 46 75 AC IN		0	360	1
74	COMCAST CORP CLASS A		0	10,780	34,525
75	LAS VEGAS SANDS CORP		0	11,224	12,818
76	CELANESE CORP		0	11,544	17,323
77	CITIGROUP INC		0	17,635	21,692

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	1,846
2	Federal Excise Tax Refund	2	1,228
3	Total	3	3,074

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

1	Mutual Fund and CTF Income Subtraction	1	7,554
2	PY Return of Capital Adjustment	2	709
3	Cost Basis Adjustment	3	179
4	Total	4	8,442

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

Long Term CG Distributions										9,853	Amount			
Short Term CG Distributions										0				
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
1	PIMCO TOTAL RET FD-INST #	693390700		1/25/2008	5/24/2016	40,000			0	42,896	0	0	0	-2,896
2	PIMCO TOTAL RET FD-INST #	693390700		1/25/2008	7/14/2016	20,000			0	21,137	0	0	0	-1,137
3	PIMCO TOTAL RET FD-INST #	693390700		1/25/2008	11/17/2016	21,228			0	23,082	0	0	0	-1,854
4	PIMCO TOTAL RET FD-INST #	693390700		10/22/2009	11/17/2016	16,772			0	18,170	0	0	0	-1,398
5	PIMCO FOREIGN BD FD USD	693390882		11/29/2011	5/24/2016	18,000			0	18,582	0	0	0	-582
6	PIMCO FOREIGN BD FD USD	693390882		11/29/2011	7/14/2016	1,414			0	1,418	0	0	0	-4
7	PIMCO FOREIGN BD FD USD	693390882		1/25/2008	7/14/2016	34,588			0	34,191	0	0	0	395
8	T ROWE PRICE SHORT TERM	77957P105		4/7/2010	5/24/2016	48,648			0	49,796	0	0	0	-1,148
9	T ROWE PRICE SHORT TERM	77957P105		4/7/2010	7/14/2016	19,704			0	20,084	0	0	0	-380
10	T ROWE PRICE SHORT TERM	77957P105		4/19/2011	7/14/2016	30,296			0	30,881	0	0	0	-585
11	T ROWE PRICE SHORT TERM	77957P105		4/19/2011	11/17/2016	18,555			0	19,033	0	0	0	-478
12	T ROWE PRICE SHORT TERM	77957P105		2/16/2011	11/17/2016	19,445			0	19,864	0	0	0	-419
13	T ROWE PRICE REAL ESTAT	779919109		1/23/2015	11/17/2016	17,666			0	18,000	0	0	0	-334
14	T ROWE PRICE REAL ESTAT	779919109		2/5/2009	11/17/2016	2,344			0	698	0	0	0	1,646
15	ANHEUSER-BUSCH INBEV SF	35624A108		2/5/2012	5/24/2016	23,668			0	12,259	0	0	0	11,407
16	ARTISAN INTERNATIONAL FD	04314H402		6/2/2015	5/24/2016	10,000			0	11,633	0	0	0	-1,633
17	HSBC - ADR	404280406		6/3/2015	5/24/2016	4,771			0	7,192	0	0	0	-2,421
18	HARBOR INTERNATIONAL FD IN	411511306		1/25/2008	7/14/2016	25,000			0	26,324	0	0	0	-1,324
19	ISHARES CORE S&P SMALL	464287804		3/19/2015	11/17/2016	10,533			0	9,450	0	0	0	1,083
20	JOHNSON CONTROLS INC	478366107		7/24/2012	5/24/2016	10,712			0	5,779	0	0	0	4,933
21	ASSG GLOBAL ALTERNATIVES	638721885		8/15/2013	5/24/2016	17,085			0	20,000	0	0	0	-2,935
22	ASSG GLOBAL ALTERNATIVES	638721885		4/28/2014	5/24/2016	17,751			0	20,000	0	0	0	-2,249
23	ASSG GLOBAL ALTERNATIVES	638721885		3/19/2015	5/24/2016	8,065			0	10,000	0	0	0	-1,935
24	ORACLE CORPORATION	68369X105		11/13/2002	7/14/2016	12,519			0	2,859	0	0	0	9,660
25	OPPENHEIMER DEVELOPING	683974604		4/5/2013	7/14/2016	3,742			0	4,000	0	0	0	-258
26	OPPENHEIMER DEVELOPING	683974604		6/11/2013	7/14/2016	9,483			0	10,000	0	0	0	-517
27	OPPENHEIMER DEVELOPING	683974604		8/15/2013	7/14/2016	10,985			0	12,000	0	0	0	-1,015
28	OPPENHEIMER DEVELOPING	683974604		11/0/2012	7/14/2016	5,790			0	5,380	0	0	0	410
29	ARTISAN INTERNATIONAL FD	04314H402		6/2/2015	11/17/2016	6,881			0	8,367	0	0	0	-1,686
30	ARTISAN INTERNATIONAL FD	04314H402		3/19/2015	11/17/2016	11,319			0	13,809	0	0	0	-2,490
31	CONOCOPHILLIPS	20825C104		1/3/2003	5/24/2016	5,425			0	2,388	0	0	0	3,037
32	DIAMOND HILL LONG-SHORT	25264S833		1/10/2012	7/14/2016	5,000			0	3,578	0	0	0	1,422
33	DODGE & COX INT'L STOCK	256206103		6/17/2014	5/24/2016	14,826			0	19,465	0	0	0	-4,639
34	DODGE & COX INT'L STOCK	256206103		8/11/2014	5/24/2016	15,174			0	19,591	0	0	0	-4,417
35	DREYFUS INTERNATIONAL BOND	261990668		3/19/2015	11/17/2016	9,807			0	10,908	0	0	0	-1,001
36	DREYFUS INTERNATIONAL BOND	261990668		6/2/2015	11/17/2016	8,192			0	8,778	0	0	0	-587
37	DRIEHAUS ACTIVE INCOME	262028855		3/6/2012	5/24/2016	18,770			0	20,000	0	0	0	-1,230
38	DRIEHAUS ACTIVE INCOME	262028855		7/24/2012	5/24/2016	9,557			0	10,000	0	0	0	-443
39	DRIEHAUS ACTIVE INCOME	262028855		9/21/2012	5/24/2016	4,737			0	5,000	0	0	0	-263
40	DRIEHAUS ACTIVE INCOME	262028855		4/28/2014	5/24/2016	8,573			0	9,290	0	0	0	-717
41	GOLDMAN SACHS GROUP IN	38141G104		2/4/2013	7/14/2016	4,072			0	3,696	0	0	0	386
42	GOLDMAN SACHS GROUP IN	38141G104		8/1/2013	7/14/2016	4,072			0	4,187	0	0	0	-115
43	HSBC - ADR	404280406		2/13/2014	5/24/2016	4,612			0	7,731	0	0	0	-3,119
44	VICTORY MUND M/C CORE G	92647K838		2/5/2009	5/24/2016	32,000			0	14,231	0	0	0	17,769
45	VICTORY MUND M/C CORE G	92647K838		2/5/2009	7/14/2016	4,615			0	14,924	0	0	0	-19,691
46	VOYA INTL RL EST FD CL-I #2	12524A810		1/25/2008	7/14/2016	25,000			0	32,196	0	0	0	-7,196
47	PIMCO EMERG MKTS BD-INS	693391559		1/25/2008	11/17/2016	19,486			0	20,762	0	0	0	-1,276
48	T ROWE PRICE SHORT TERM	77957P105		1/14/2011	5/24/2016	1,352			0	1,397	0	0	0	-35

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	44,323		
										44,323	0	0

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

	Date	Amount
1 Credit from prior year return	1	697
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	697

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	<u>181,216</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>181,216</u>

Supplemental Information:

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

Wells Fargo Bank N.A
100 N Main Street Mac 4001-117
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.