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 , 2016, and ending ,

Name of foundation
CONLEY FAMILY FOUNDATION

A Employer identification number
47-3674638

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
3944 NOELA PLACE

B Telephone number (see instructions)
(808) 595-5100

City or town, state or province, country, and ZIP or foreign postal code
HONOLULU HI 96815

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► [ ]

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 917,245.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	(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)	0.			
	2 Check ► [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	26.	26.	26.	
	4 Dividends and interest from securities	14,940.	14,940.	14,940.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-4,991.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 162,027.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	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	9,975.	14,966.	14,966.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other professional fees (attach sch)	6,283.		6,283.	6,283.
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	8,293.	8,293.	8,293.	8,293.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	INVESTMENT FEES	1,615.	1,615.	1,615.	1,615.
	24 **Total operating and administrative expenses** Add lines 13 through 23	16,191.	9,908.	16,191.	16,191.
	25 Contributions, gifts, grants paid	41,400.			41,400.
	26 **Total expenses and disbursements** Add lines 24 and 25	57,591.	9,908.	16,191.	57,591.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-47,616.			
	b **Net investment income** (if negative, enter -0-)		5,058.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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BAA For Paperwork Reduction Act Notice, see instructions. TEEA0301 12/16/16 **Form 990-PF (2016)**

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	56,534.	50,851.	50,851.
	2 Savings and temporary cash investments	15,240.	7,992.	7,992.
	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 sch) ►			
	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) L-10b Stmt	634,303.	591,029.	643,858.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	168,813.	168,579.	166,727.
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) L-13 Stmt	43,500.	47,547.	47,817.
	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)	918,390.	865,998.	917,245.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)			
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			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	918,390.	865,998.	
	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)	918,390.	865,998.	
	31 Total liabilities and net assets/fund balances (see instructions)	918,390.	865,998.	

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	918,390.
2	Enter amount from Part I, line 27a	2	-47,616.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	870,774.
5	Decreases not included in line 2 (itemize) ► TAX/BOOK DIFFERENCE	5	4,776.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	865,998.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	BNY MELLON - SEE SCH ATT	P	07/01/16	12/31/16
b	BNY MELLON - SEE SCH ATT	P	12/31/15	12/31/16
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	103,258.		107,531.	-4,273.
b	58,769.		59,487.	-718.
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				-4,273.
b				-718.
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	-4,991.
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	-4,273.

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	116,562.		
2014			
2013			
2012			
2011			

2	Total of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5.	4	900,925.
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	51.
7	Add lines 5 and 6	7	51.
8	Enter qualifying distributions from Part XII, line 4	8	57,591.

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)

1 a	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	51.
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	51.
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	51.
6	Credits/Payments		
a	2016 estimated tax pmts and 2015 overpayment credited to 2016 — 6a 1,162.		
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	1,162.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	1,111.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ► 1,111. **Refunded** ►	11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1 a	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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1 b		X
	*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?	1 c		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? *If 'Yes,' attach a detailed description of the activities*	2		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? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		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?	6		X
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	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► ______			
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*	8 b	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)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10	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)	11		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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► HERBERT N. CONLEY Telephone no ► (808) 595-5100

Located at ► 3944 NOELA PLACE HONOLULU HI ZIP + 4 ► 96815

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 |

			Yes	No
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		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
1 a	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)?	1 b		
	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?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions)	2 b		
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__			
3 a	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)*	3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		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?	4 b		X

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

5 a 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)? **5 b**

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)

6 a 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? **6 b** No: X

If 'Yes' to 6b, file Form 8870

7 a 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? **7 b**

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
NANCY E. CONLEY 3944 NOELA PLACE HONOLULU HI 96815	TRUSTEE 1.00	0.	0.	0.
HERBERT N. CONLEY 3944 NOELA PLACE HONOLULU HI 96815	TRUSTEE 1.00	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 ► None

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ►	

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	1 a	874,277.
b	Average of monthly cash balances	1 b	40,368.
c	Fair market value of all other assets (see instructions)	1 c	
d	**Total** (add lines 1a, b, and c)	1 d	914,645.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1 e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	914,645.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	13,720.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	900,925.
6	**Minimum investment return.** Enter 5% of line 5	6	45,046.

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	45,046.
2 a	Tax on investment income for 2016 from Part VI, line 5	2 a	51.		
b	Income tax for 2016 (This does not include the tax from Part VI)	2 b			
c	Add lines 2a and 2b			2 c	51.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	44,995.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	44,995.
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	44,995.

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	1 a	57,591.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	57,591.
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	51.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	57,540.

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				44,995.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			20,694.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2016				
a From 2011 — 0.				
b From 2012 — 0.				
c From 2013 — 0.				
d From 2014 — 0.				
e From 2015 — 116,562.				
f **Total** of lines 3a through e	116,562.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 57,591.				
a Applied to 2015, but not more than line 2a			20,694.	
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				
e Remaining amount distributed out of corpus	36,897.			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	44,995.			44,995.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	108,464.			
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		0.		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	108,464.			
10 Analysis of line 9				
a Excess from 2012 — 0.				
b Excess from 2013 — 0.				
c Excess from 2014 — 0.				
d Excess from 2015 — 71,567.				
e Excess from 2016 — 36,897.				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a 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 2/3 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))

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

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*				
ST. ANDREWS SCHOOLS 224 QUEEN EMMA SQUARE HONOLULU HI 96813		501(C)(3)	GENERAL PURPOSE	9,700.
HAWAIIAN HUMANE SOCIETY 2700 WAIALAE AVENUE HONOLULU HI 96826		501(C)(3)	GENERAL PURPOSE	1,000.
CASADY SCHOOL 9500 N. PENNSYLVANIA AVE. OKLAHOMA CITY OK 73120		501(C)(3)	GENERAL PURPOSE	1,000.
RSDSA 99 CHERRY STREET MILFORD CT 06460		501(C)(3)	GENERAL PURPOSE	5,000.
LA PIETRA HAWAII SCHOOL FOR GIRLS 2933 PONI MOI ROAD HONOLULU HI 96815		501(C)(3)	GENERAL PURPOSE	1,000.
UNIVERSITY OF HAWAII FOUNDATION 2444 DOLE STREET HONOLULU HI 96822		501(C)(3)	GENERAL PURPOSE	5,000.
WAIKIKI HEALTH CENTER 277 OHUA AVENUE HONOLULU HI 96815		501(C)(3)	GENERAL PURPOSE	5,000.
YMCA OF HONOLULU 1441 PALI HIGHWAY HONOLULU HI 96813		501(C)(3)	GENERAL PURPOSE	1,000.
JOYFUL HEART FOUNDATION 245 N. KUKUI STREET HONOLULU HI 96817		501(C)(3)	GENERAL PURPOSE	8,200.
See Line 3a statement				4,500.
Total ► 3a				41,400.
b *Approved for future payment*				
Total ► 3b				

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					
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			14	26.	
4 Dividends and interest from securities			14	14,940.	
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	-4,991.	
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)				9,975.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 9,975.

(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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

2 a 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

Signature of officer or trustee: [signature] Date: 4-25-17 Title: TRUSTEE

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
RANDALL G.F. TOM	[signature]	04/24/17		P00365469

Firm's name ► RT ADVISORY GROUP LLC — Firm's EIN ► 26-1729272

Firm's address ► P.O. Box 30826 HONOLULU HI 96820-0826 — Phone no (808) 282-8725

Form 990-PF Part I, Line 6a	Net Gain or Loss From Sale of Assets	2016

Name	Employer Identification Number
CONLEY FAMILY FOUNDATION	47-3674638

Asset Information:

Description of Property . . . VARIOUS PUBLICLY TRADED SECURITIES
Date Acquired . Various How Acquired Purchased
Date Sold . Various Name of Buyer .
Sales Price . 162,027. Cost or other basis (do not reduce by depreciation) . . 167,018.
Sales Expense . Valuation Method . . Cost
Total Gain (Loss) . . -4,991. Accumulation Depreciation. . . .

Description of Property . . . . . .
Date Acquired . How Acquired . .
Date Sold . . Name of Buyer . .
Sales Price . Cost or other basis (do not reduce by depreciation) .
Sales Expense . Valuation Method . . .
Total Gain (Loss) . . Accumulation Depreciation . .

Description of Property . . . .
Date Acquired . How Acquired . .
Date Sold . . . Name of Buyer . .
Sales Price . Cost or other basis (do not reduce by depreciation)
Sales Expense . Valuation Method .
Total Gain (Loss) . . Accumulation Depreciation . . .

Description of Property . . . .
Date Acquired How Acquired .
Date Sold . . . Name of Buyer . .
Sales Price . Cost or other basis (do not reduce by depreciation)
Sales Expense . Valuation Method . .
Total Gain (Loss) . Accumulation Depreciation . .

Description of Property . . . .
Date Acquired . How Acquired . .
Date Sold . . . Name of Buyer . . .
Sales Price . . Cost or other basis (do not reduce by depreciation) .
Sales Expense . Valuation Method . . .
Total Gain (Loss) . . Accumulation Depreciation. . .

Description of Property . . .
Date Acquired How Acquired .
Date Sold . . . Name of Buyer . .
Sales Price . Cost or other basis (do not reduce by depreciation) .
Sales Expense . Valuation Method . . .
Total Gain (Loss) . . Accumulation Depreciation . .

Description of Property . . .
Date Acquired . How Acquired . . .
Date Sold . . Name of Buyer . .
Sales Price . . Cost or other basis (do not reduce by depreciation) . .
Sales Expense . . Valuation Method . .
Total Gain (Loss) . . Accumulation Depreciation: . .

Description of Property . . . . .
Date Acquired . How Acquired . . .
Date Sold . Name of Buyer . .
Sales Price . Cost or other basis (do not reduce by depreciation) . .
Sales Expense . . Valuation Method . . . .
Total Gain (Loss) . . Accumulation Depreciation. . . .

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FOREIGN TAXES	293.	293.	293.	293.
FEDERAL EXCISE TAX	8,000.	8,000.	8,000.	8,000.
Total	8,293.	8,293.	8,293.	8,293.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

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	Person or Business Checkbox / Amount
a *Paid during the year*				
HONOLULU FOOD BANK 2611 KILIHAU STREET HONOLULU HI 96819		501(C)(3)	GENERAL PURPOSE	Person or Business X 1,000.
HAWAII YOUTH SYMPHONY 1110 UNIVERSITY AVE., SUITE 200 HONOLULU HI 96826		501(C)(3)	GENERAL PURPOSE	Person or Business X 1,000.
THE KNIGHTS 1275 PROSPECT AVENUE BROOKLYN NY 11218		501(C)(3)	GENERAL PURPOSE	Person or Business X 1,000.
MONTEREY JAZZ FESTIVAL EDUCATION FUND P.O. BOX JAZZ MONTEREY CA 93942		501(c)(3)	GENERAL PURPOSE	Person or Business X 1,000.
SILK ROAD ENSEMBLE 175 NORTH HARVARD STREET ALLSTON MA 02134		501(c)(3)	GENERAL PURPOSE	Person or Business X 500.
Total				4,500.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	**End of Year Book Value**	**End of Year Fair Market Value**
BNY MELLON - SEE SCH ATT	591,029.	643,858.
Total	591,029.	643,858.

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	End of Year Fair Market Value
BNY MELLON - SEE SCH ATT	168,579.	166,727.
Total	168,579.	166,727.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	End of Year Fair Market Value
BNY MELLON - SEE SCH ATT	47,547.	47,817.
Total	47,547.	47,817.

Asset detail

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
7,991.59	CRA (BNY Mellon, N.A., Member FDIC) (Principal Holding)	$ 7,991.59	$ 7,991.59		$ 19.98	0 3%	0.9%
	Principal Cash	-26,770.44					
	Income Cash	26,770.44					
Total cash and cash equivalents		**$ 7,991.59**	**$ 7,991.59**	**$ 0.00**	**$ 19.98**		**0.9%**

Fixed income

Taxable

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,958.149	BNY Mellon Corporate Bond Fund	$ 12.7200	$ 24,907.66	$ 24,864.44	$ 43 22	$ 892 92	3.6%	2.9%
487.711	BNY Mellon Short-Term U S Government Securities Fund	11.7100	5,711.10	5,784.25	-73.15	58 53	1.0	0.7
2,775.57	BNY Mellon Intermediate Bond Fund	12.4800	34,639.11	34,976.10	-336.99	724.42	2.1	4.0
5,000.051	BNY Mellon Bond Fund	12.5900	62,950 64	63,953.71	-1,003.07	1,810 02	2.9	7.3
1,201.602	Dreyfus Inflation Adjusted Securities Fund	12.5700	15,104.14	15,000.00	104.14	106.97	0.7	1.7
Total taxable pooled vehicle			$ 143,312.65	$ 144,578.50	$ -1,265.85	$ 3,592.86		16.5%
Total taxable fixed income			**$ 143,312.65**	**$ 144,578.50**	**$ -1,265.85**	**$ 3,592.86**		**16.5%**

High yield

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,210.004	Dreyfus Floating Rate Income Fund	$ 12.0900	$ 14,628.95	$ 15,000.00	$ -371.05	$ 623.15	4.3%	1.7%
1,412.394	Dreyfus High Yield Fund	6.2200	8,785.09	9,000.00	-214.91	495.75	5 6	1.0
Total high yield pooled vehicle			$ 23,414.04	$ 24,000.00	$ -585.96	$ 1,118.90		2.7%
Total high yield fixed income			**$ 23,414.04**	**$ 24,000.00**	**$ -585.96**	**$ 1,118.90**		**2.7%**
Total fixed income			**$ 166,726.69**	**$ 168,578.50**	**$ -1,851.81**	**$ 4,711.76**		**19.2%**

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
10	Ingersoll-Rand PLC (IR)	$ 75.0400	$ 750 40	$ 755 20	$ -4.80	$ 16.00	2 1%	0.1%
170	AT&T Inc (T)	42.5300	7,230.10	6,674.31	555.79	333.20	4.6	0.8
20	Abbvie Inc. (ABBV)	62.6200	1,252.40	1,284.72	-32.32	51.20	4.1	0.1
80	Activision Blizzard Inc (ATVI)	36.1100	2,888.80	2,534.17	354.63	20.80	0.7	0.3
14	Affiliated Managers Group Inc (AMG)	145.3000	2,034.20	3,070.17	-1,035.97	0.00	0.0	0.2
50	Agilent Technologies Inc (A)	45.5600	2,278.00	1,758.04	519.96	26 40	1.2	0.3
4	Air Products & Chemicals Inc (APD)	143.8200	575.28	512.89	62.39	13.76	2.4	0.1
8	Alphabet, Inc. (GOOG)	771.8200	6,174.56	5,430.18	744.38	0.00	0.0	0.7
8	Alphabet, Inc. (GOOGL)	792.4500	6,339.60	5,685.92	653.68	0.00	0.0	0.7
80	Altria Group Inc (MO)	67.6200	5,409.60	4,316.63	1,092.97	195.20	3.6	0.6
6	Amazon.Com Inc (AMZN)	749.8700	4,499.22	3,978.37	520.85	0.00	0.0	0.5
50	American Express Company (AXP)	74.0800	3,704.00	3,005.20	698.80	64.00	1.7	0.4
30	Ameriprise Financial Inc (AMP)	110.9400	3,328.20	2,775.14	553.06	90.00	2.7	0.4
32	Amgen Inc (AMGN)	146.2100	4,678.72	5,226.81	-548 09	147.20	3.2	0.5
93	Apple Inc (AAPL)	115.8200	10,771.26	7,608.91	3,162.35	212.04	2.0	1.2
90	Applied Materials Inc (AMAT)	32.2700	2,904.30	2,693.46	210.84	36.00	1.2	0.3

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
360	Bank Of America Corporation (BAC)	22.1000	7,956.00	3,776.45	4,179.55	108.00	1.4	0.9
70	Baxter International Inc (BAX)	44.3400	3,103.80	3,012.04	91 76	36 40	1.2	0.4
11	Berkshire Hathaway Inc Del Cl B (BRK.B)	162.9800	1,792.78	780.06	1,012.72	0.00	0.0	0.2
30	Blue Buffalo Pet Products, Inc. (BUFF)	24.0400	721.20	699.52	21.68	0.00	0.0	0.1
29	The Boeing Company (BA)	155.6800	4,514 72	4,242.92	271.80	164.72	3.7	0.5
10	Brunswick Corp (BC)	54.5400	545.40	439.23	106.17	6 60	1.2	0.1
50	C B S Corp (CBS) Class B	63.6200	3,181.00	2,571.02	609 98	36 00	1 1	0.4
13	CIGNA Corp (CI)	133.3900	1,734 07	1,970.64	-236.57	0.52	0.0	0.2
49	CVS Health Corporation (CVS)	78.9100	3,866.59	2,798.86	1,067 73	98.00	2.5	0.5
10	Campbell Soup Co (CPB)	60.4700	604.70	546 69	58 01	14.00	2.3	0.1
50	Carnival Corp (CCL)	52.0600	2,603.00	2,501.68	101.32	70.00	2.7	0.3
40	Celanese Corp (CE) Series A	78.7400	3,149.60	2,613.60	536.00	57.60	1.8	0.4
90	Centurytel Inc (CTL)	23.7800	2,140 20	2,653 01	-512.81	194 40	9.1	0.3
10	Charles Riv Laboratories Intl Inc (CRL)	76.1900	761 90	668.75	93 15	0 00	0 0	0.1
19	Chevron Corporation (CVX)	117.7000	2,236.30	1,947.11	289.19	82.08	3.7	0.3
10	Church & Dwight Inc (CHD)	44.1900	441.90	449.55	-7.65	7.10	1.6	0.1
70	Cisco Systems Inc (CSCO)	30.2200	2,115.40	1,864.27	251.13	72.80	3 4	0.2
40	Citrix Sys Inc (CTXS)	89.3100	3,572.40	3,075.80	496 60	0.00	0.0	0 4
60	Conagra Inc (CAG)	39.5500	2,373.00	2,053.54	319 46	48.00	2.0	0.3
10	Crown Hldgs Inc (CCK)	52.5700	525.70	520.41	5.29	0.00	0.0	0.1
20	D R Horton Inc (DHI)	27.3300	546 60	545.45	1.15	8.00	1.5	0.1
40	Danaher Corp (DHR)	77.8400	3,113.60	3,128.44	-14.84	20.00	0.6	0.4
40	Darden Restaurants Inc (DRI)	72.7200	2,908.80	2,670.46	238.34	89.60	3.1	0.3
60	Delta Air Lines Inc (DAL)	49.1900	2,951.40	1,952 17	999 23	48 60	1.7	0 3
51	The Walt Disney Company (DIS)	104.2200	5,315.22	6,084.19	-768.97	79.56	1.5	0 6

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
50	Discover Financial Services (DFS)	72.0900	3,604.50	2,546.01	1,058.49	60.00	1.7	0.4
30	Dow Chemical Co (DOW)	57.2200	1,716.60	1,498.74	217.86	55.20	3.2	0.2
100	EBAY Inc (EBAY)	29.6900	2,969.00	2,501.63	467.37	0.00	0.0	0.3
40	Express Scripts Holdings, Inc. (ESRX)	68.7900	2,751.60	3,323.84	-572.24	0.00	0.0	0.3
100	Exxon Mobil Corp (XOM)	90.2600	9,026.00	8,242.79	783.21	300.00	3.3	1.0
39	Facebook Inc. (FB)	115.0500	4,486.95	4,013.03	473 92	0.00	0.0	0.5
10	Fiserv Inc (FISV)	106.2800	1,062.80	1,004.22	58.58	0.00	0.0	0.1
90	Firstenergy Corp (FE)	30.9700	2,787.30	2,825 45	-38.15	129.60	4.7	0 3
230	General Electric Company (GE)	31.6000	7,268.00	6,850 52	417.48	220.80	3.0	0 8
53	Gilead Sciences Inc (GILD)	71.6100	3,795.33	6,194.00	-2,398.67	99.64	2 6	0.4
80	Great Plains Energy Inc (GXP)	27.3500	2,188.00	2,443.51	-255 51	88.00	4 0	0 3
30	H D Supply Holdings, Inc. (HDS)	42.5100	1,275.30	962.34	312.96	0.00	0.0	0.2
180	H P Inc. (HPQ)	14.8400	2,671.20	2,708.80	-37.60	95.58	3.6	0.3
50	Hologic Inc (HOLX)	40.1200	2,006.00	1,846.23	159.77	0.00	0.0	0.2
43	Home Depot Inc (HD)	134.0800	5,765.44	3,145.91	2,619.53	118.68	2.1	0.7
10	Honeywell Intl Inc (HON)	115.8500	1,158.50	1,045.87	112.63	26.60	2.3	0.1
10	Illinois Tool Wks Inc (ITW)	122.4600	1,224.60	914.47	310.13	26.00	2.1	0.1
32	International Business Machines (IBM) Corporation	165.9900	5,311.68	5,110.85	200.83	179.20	3.4	0.6
101	JP Morgan Chase & Co (JPM)	86.2900	8,715.29	2,907.87	5,807.42	193.92	2.2	1.0
68	Johnson & Johnson (JNJ)	115.2100	7,834.28	6,816.17	1,018.11	217.60	2.8	0.9
8	Kimberly Clark Corp (KMB)	114.1200	912.96	970.34	-57.38	29.44	3.2	0.1
20	Kroger Co (KR)	34.5100	690.20	784.76	-94.56	9.60	1.4	0.1
30	Estee Lauder Companies Class A (EL)	76.4900	2,294.70	2,576.18	-281.48	40.80	1.8	0.3
5	Lennox Intl Inc (LII)	153.1700	765.85	604.09	161.76	8.60	1.1	0.1
30	Lowe's Companies Inc (LOW)	71.1200	2,133.60	2,021.93	111.67	42.00	2.0	0 3

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
50	Marsh & McLennan Cos Inc (MMC)	67.5900	3,379.50	3,164.35	215.15	68.00	2.0	0.4
97	Merck & Co Inc (MRK)	58.8700	5,710.39	2,318.13	3,392.26	182.36	3 2	0.7
80	Microsoft Corporation (MSFT)	62.1400	4,971.20	3,713.43	1,257.77	124 80	2.5	0.6
70	Mondelez International (MDLZ)	44.3300	3,103.10	2,855.34	247.76	53.20	1.7	0.4
11	Moodys Corp (MCO)	94.2700	1,036.97	1,240.12	-203.15	16 72	1.6	0.1
30	Motorola Solutions Inc. (MSI)	82.8900	2,486 70	2,190.49	296.21	56.40	2.3	0.3
10	Newfield Expl Co (NFX)	40.5000	405.00	405.41	-0.41	0.00	0.0	0 1
10	Nordstrom Inc (JWN)	47.9300	479 30	481.98	-2.68	14 80	3.1	0.1
10	Nucor Corp (NUE)	59.5200	595.20	367.21	227.99	15.10	2.5	0.1
10	Occidental Petroleum Corp (OXY)	71.2300	712.30	695.58	16.72	30.40	4.3	0.1
10	Omnicom Group Inc (OMC)	85.1100	851.10	802.40	48.70	22.00	2.6	0.1
20	Oracle Corp (ORCL)	38.4500	769.00	771.92	-2.92	12.00	1.6	0.1
50	Owens Corning Inc (OC)	51 5600	2,578 00	2,366.36	211.64	40 00	1.6	0.3
50	Ppl Corp (PPL)	34.0500	1,702.50	1,873.96	-171.46	76 00	4.5	0 2
52	Pepsico Inc (PEP)	104.6300	5,440.76	2,995.82	2,444.94	156.52	2.9	0.6
194	Pfizer Inc (PFE)	32.4800	6,301.12	2,840.54	3,460.58	248.32	3.9	0.7
10	Phillips 66 (PSX)	86.4100	864.10	773.77	90.33	25.20	2.9	0.1
30	T Rowe Price Group Inc (TROW)	75.2600	2,257 80	2,375.64	-117.84	64.80	2.9	0 3
20	The Procter & Gamble Company (PG)	84.0800	1,681.60	1,407.52	274.08	53.56	3.2	0.2
40	Prudential Financial Inc (PRU)	104.0600	4,162.40	3,171.01	991.39	112.00	2.7	0.5
10	Quintiles Transnational Holdings (Q) Inc.	76.0500	760.50	635.74	124.76	0.00	0.0	0.1
20	Red Hat Inc (RHT)	69.7000	1,394.00	1,480.26	-86.26	0.00	0.0	0.2
40	Reliance Steel & Aluminum (RS)	79.5400	3,181.60	2,224 12	957.48	68.00	2.1	0.4
25	S & P Global Inc. (SPGI)	107.5400	2,688.50	3,028.41	-339 91	36 00	1.3	0.3
30	Sirius Xm Holdings Inc. (SIRI)	4.4500	133.50	120.68	12.82	1 20	0.9	0.0
18	Smucker J M Co (SJM)	128.0600	2,305.08	2,781.57	-476.49	54.00	2.3	0.3

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
50	Spirit Aerosystems Holding Inc (SPR)	58.3500	2,917.50	2,706.30	211.20	20.00	0.7	0.3
50	Texas Instruments Inc (TXN)	72.9700	3,648.50	2,188.50	1,460.00	100.00	2.7	0.4
22	Thermo Fisher Scientific Inc. (TMO)	141.1000	3,104.20	3,441.45	-337 25	13.20	0.4	0.4
14	3M Co (MMM)	178.5700	2,499.98	2,181.03	318.95	62.16	2.5	0.3
40	Time Warner Inc (TWX)	96.5300	3,861.20	3,553.12	308.08	64.40	1.7	0.5
30	The Travelers Companies Inc (TRV)	122.4200	3,672.60	3,158.01	514 59	80.40	2 2	0.4
26	Unitedhealth Group Inc (UNH)	160.0400	4,161.04	3,714.12	446.92	65.00	1.6	0.5
50	Valero Energy Corp New (VLO)	68.3200	3,416.00	3,314.39	101.61	120.00	3.5	0.4
30	Verisign Inc (VRSN)	76.0700	2,282.10	2,155.26	126 84	0.00	0.0	0 3
130	Verizon Communications Inc (VZ)	53.3800	6,939 40	6,044.29	895.11	300.30	4.3	0 8
33	Visteon Corp/New (VC)	80.3400	2,651.22	2,720 39	-69.17	0.00	0.0	0.3
30	Vmware Inc (VMW)	78.7300	2,361.90	2,400.92	-39.02	0.00	0.0	0.3
70	Wal Mart Stores Inc (WMT)	69.1200	4,838.40	5,118.95	-280.55	140.00	2.9	0.6
40	Walgreens Boots Alliance Inc (WBA)	82 7600	3,310.40	3,202.96	107.44	60.00	1.8	0.4
80	Wells Fargo & Company (WFC)	55.1100	4,408.80	641.02	3,767.78	121.60	2.8	0.5
50	World Fuel Services Corp (INT)	45.9100	2,295.50	2,324.81	-29.31	12 00	0.5	0.3
Total U.S. large cap			**$ 328,329.56**	**$ 280,682.81**	**$ 47,646.75**	**$ 7,079.48**		**37.9%**

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
6,314.619	The BNY Mellon Mid Cap (MPMCX) Multi-Strategy Fund	$ 15.2800	$ 96,487.38	$ 97,283.36	$ -795.98	$ 0.00	0.0%	11.1%
Total U.S. mid cap			**$ 96,487.38**	**$ 97,283.36**	**$ -795.98**	**$ 0.00**		**11.1%**

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
553.558	Dreyfus Opportunistic Small Cap Fund(DSCVX)	$ 33.2700	$ 18,416.87	$ 17,250.38	$ 1,166.49	$ 0.00	0 0%	2 1%
819.86	Dreyfus Select Managers Small Cap (DSGYX) Growth Fund	23.0700	18,914.17	13,877.37	5,036.80	0.00	0.0	2.2
801.789	Dreyfus Select Managers Small Cap (DMVYX) Value Fund	23.6700	18,978.35	14,087.44	4,890.91	150.74	0.8	2.2
Total U.S. small cap			**$ 56,309.39**	**$ 45,215.19**	**$ 11,094.20**	**$ 150.74**		**6.5%**

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
3,895.554	BNY Mellon International Fund (MPITX)	$ 10 9800	$ 42,773.18	$ 47,356.85	$ -4,583.67	$ 0.00	0 0%	- 4 9%
1,812.275	Dreyfus International Small Cap Fund(DYYPX)	12.8500	23,287.73	24,888.71	-1,600.98	162.56	0.7	2 7
1,159.778	Dreyfus/Newton International Equity (NIEYX) Fund	17.6100	20,423 69	22,769.66	-2,345.97	0 00	0.0	2 4
1,328.186	Dreyfus International Stock Fund (DISYX)	14.7100	19,537 62	19,314.63	222.99	255.01	1.3	2.3
Total developed international			**$ 106,022.22**	**$ 114,329.85**	**$ -8,307.63**	**$ 417.57**		**12.3%**

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,042.391	Dfa Emerging Markets Core Equity (DFCEX) Funds	$ 17.3600	$ 18,095.91	$ 15,000.00	$ 3,095.91	$ 382.56	2.1%	2.1%
1,779.359	Virtus Emerging Markets (HIEMX) Opportunities Fund	9.0500	16,103.20	15,000.00	1,103.20	71.17	0.4	1.9
Total emerging markets			**$ 34,199.11**	**$ 30,000.00**	**$ 4,199.11**	**$ 453.73**		**4.0%**

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,651.982	Dreyfus Global Real Estate (DRLYX) Securities Fund	$ 8.4900	$ 14,025.33	$ 15,000.00	$ -974.67	$ 343.61	2.5%	1.6%
40	Equity Residential (EQR)	64.3600	2,574.40	2,749.14	-174.74	80.60	3 1	0.3
90	General Growth Properties (GGP)	24.9800	2,248.20	2,401.57	-153.37	79.20	3.5	0.3
14	Public Storage Inc Reit (PSA)	223.5000	3,129.00	2,819.57	309.43	112.00	3.6	0.4
3	Simon Property Group Inc Reit (SPG)	177.6700	533.01	547.16	-14.15	19.50	3.7	0.1
Total equity reits			**$ 22,509.94**	**$ 23,517.44**	**$ -1,007.50**	**$ 634.91**		**2.6%**
Total equities			**$ 643,857.60**	**$ 591,028.65**	**$ 52,828.95**	**$ 8,736.43**		**74.3%**

Alternative investments

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,596.705	Advantage Dynamic Total Return Fund	$ 15.8200	$ 25,259.87	$ 22,546.56	$ 2,713.31	$ 0.00	0.0%	2.9%
2,294.75	ASG Managed Futures Strategy Fund	9.8300	22,557.39	25,000.00	-2,442.61	0.00	0.0	2.6
Total alternative investments			**$ 47,817.26**	**$ 47,546.56**	**$ 270.70**	**$ 0.00**		**5.5%**
Total assets			**$ 866,393.14**	**$ 815,145.30**	**$ 51,247.84**	**$ 13,468.17**		**100.0%**

Income for 2016

A schedule of your current year sales is shown below The following items are provided to you to assist in the preparation of your tax returns Typically, collectibles are taxed at 28% rates, which is shown in the column titled "Portion Subject to 28% Rates (included in Net G/L)" For your convenience, if applicable, we have included the portion subject to Section 988 translation gains and losses in the column titled "Portion subject to Ordinary Rates including Section 988 (included in Net G/L)"

Please note that if you have sold an asset for which the cost basis information is unknown it is shown separately in the section entitled Transactions with Unknown Cost Basis. Please review these carefully when preparing your return We suggest that you consult your tax advisor

Certain sales will be indicated with the following symbols, where applicable, scc below for an explanation

† - Can not take a loss on your tax return based on gross proceeds from a reportable change in control or capital structure
* - Tax Cost has been adjusted for current year's return of capital
◊ - Section 988 translation gains or losses

Short Term Transactions

DESCRIPTION			CUSIP						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
ALLIANCE DATA SYS CORP			018581108						
05/26/2016	02/22/2016	2 00	$423 18	$423.32	$-0 14	$0 00	$0 00	$0 00	$0 00
ALLISON TRANSMISSION HOLDING			01973R101						
07/25/2016	10/26/2015	20 00	$591 17	$574 86 *	$16 31	$0 00	$0 00	$0 00	$0 00
08/26/2016	10/26/2015	20 00	$555 00	$572 69 *	$-17.69	$0 00	$0 00	$0 00	$0 00
ALTRIA GROUP INC			02209S103						
06/28/2016	07/22/2015	10 00	$673 67	$539 58	$134 09	$0 00	$0 00	$0 00	$0 00
AMERISOURCEBERGEN CORP			03073E105						
06/28/2016	03/21/2016	10 00	$750 01	$872 39	$-122 38	$0 00	$0 00	$0 00	$0 00

Short Term Transactions

DESCRIPTION			CUSIP						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
BNY MELLON S/T US GVT SECS FD CL M			05569M780						
12/27/2016	07/05/2016	1,198 63	$14,000 00	$14,215 75	$-215 75	$0 00	$0 00	$0 00	$0 00
BNY MELLON INTL FD CL M SHSS			05569M871						
07/05/2016	07/22/2015	740 52	$7,760 70	$9,189 90	$-1,429 20	$0 00	$0 00	$0 00	$0 00
07/05/2016	07/28/2015	213 67	$2,239 30	$2,643 15	$-403 85	$0 00	$0 00	$0 00	$0 00
BWX TECHNOLOGIES INC			05605H100						
11/22/2016	07/25/2016	10 00	$399 66	$359 18	$40 48	$0 00	$0 00	$0 00	$0 00
BED BATH & BEYOND INC			075896100						
04/28/2016	07/22/2015	40 00	$1,940 91	$2,722 72	$-781 81	$0 00	$0 00	$0 00	$0 00
CHESAPEAKE ENERGY CORP			165167107						
08/26/2016	06/28/2016	150 00	$948 88	$642 57	$306 31	$0 00	$0 00	$0 00	$0 00
CITIGROUP INC			172967424						
10/26/2016	10/26/2015	70 00	$3,484 82	$3,720 63	$-235 81	$0 00	$0 00	$0 00	$0 00
11/22/2016	02/22/2016	10 00	$556 06	$395 40	$160 66	$0 00	$0 00	$0 00	$0 00
COCA-COLA ENTERPRISES INC			19122T109						
05/26/2016	12/11/2015	10 00	$507 65	$493 53	$14 12	$0 00	$0 00	$0 00	$0 00
COMCAST CORP NEW CL A			20030N101						
05/26/2016	07/22/2015	50 00	$3,112 66	$3,235 39	$-122 73	$0 00	$0 00	$0 00	$0 00
CROWN HLDGS INC *PP*			228368106						
05/26/2016	11/24/2015	10 00	$516 89	$520 42	$-3 53	$0 00	$0 00	$0 00	$0 00
DENTSPLY SIRONA INC			24906P109						
06/28/2016	07/22/2015	20.00	$1,200.57	$1,046 14	$154 43	$0.00	$0.00	$0 00	$0.00

Short Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION			CUSIP						
DEVON ENERGY CORPORATION NEW			25179M103						
05/26/2016	03/21/2016	20 00	$722 62	$555 92	$166 70	$0 00	$0 00	$0 00	$0 00
DOLLAR GENERAL CORP			256677105						
04/28/2016	07/22/2015	10 00	$813 65	$804 58	$9 07	$0 00	$0 00	$0 00	$0 00
DREYFUS INTL SMALL CAP-Y			26201F777						
07/05/2016	07/22/2015	731 11	$9,000 00	$10,111.29	$-1,111 29	$0 00	$0 00	$0 00	$0 00
DREYFUS/NEWTON INTERN EQTY-Y			26203E695						
07/05/2016	07/22/2015	280 90	$5,000 00	$5,730 34	$-730.34	$0 00	$0 00	$0 00	$0 00
DUKE ENERGY CORP NEW COM			26441C204						
09/26/2016	02/22/2016	40 00	$3,282 25	$3,002 40	$279 85	$0 00	$0 00	$0 00	$0 00
EBAY INC			278642103						
10/26/2016	10/26/2015	20 00	$577 61	$562 24	$15 37	$0 00	$0 00	$0 00	$0 00
ELECTRONIC ARTS			285512109						
06/28/2016	07/22/2015	10 00	$720 72	$727 48	$-6 76	$0 00	$0 00	$0 00	$0 00
GENERAL DYNAMICS CORPORATION COM			369550108						
05/26/2016	07/22/2015	24 00	$3,427 32	$3,506 60	$-79 28	$0 00	$0 00	$0 00	$0 00
GENERAL MILLS INC COM			370334104						
07/25/2016	02/22/2016	30 00	$2,147 55	$1,757 21	$390 34	$0 00	$0 00	$0 00	$0 00
HESS CORP			42809H107						
10/26/2016	04/28/2016	10 00	$490.72	$612 30	$-121 58	$0 00	$0 00	$0 00	$0 00
HOLLYFRONTIER CORP			436106108						
10/26/2016	01/26/2016	10 00	$252 35	$344 23	$-91 88	$0 00	$0 00	$0 00	$0 00

Short Term Transactions

DESCRIPTION / Date sold or disposed	Date acquired	Units	CUSIP / Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
HOLOGIC INC			436440101						
10/26/2016	10/26/2015	20 00	$732 42	$753 53	$-21 11	$0 00	$0 00	$0 00	$0 00
JETBLUE AWYS CORP			477143101						
07/25/2016	11/24/2015	60 00	$1,037 14	$1,520 19	$-483 05	$0 00	$0 00	$0 00	$0 00
07/25/2016	12/11/2015	30 00	$518 57	$716 69	$-198 12	$0 00	$0 00	$0 00	$0 00
KINDER MORGAN HOLDCO LLC			49456B101						
07/25/2016	05/26/2016	40 00	$834 45	$717 79	$116 66	$0 00	$0 00	$0 00	$0 00
KROGER COMPANY COMMON			501044101						
06/28/2016	07/22/2015	10 00	$360 15	$392 38	$-32 23	$0 00	$0 00	$0 00	$0 00
LAMB WESTON HOLDING INC			513272104						
11/22/2016	04/28/2016	20 00	$636 28	$631 66	$4 62	$0 00	$0 00	$0 00	$0 00
LINEAR TECHNOLOGY CORP COM			535678106						
08/26/2016	07/25/2016	10 00	$583 32	$484 64	$98 68	$0 00	$0 00	$0 00	$0 00
LOWES COMPANIES INC COM			548661107						
04/28/2016	07/22/2015	20 00	$1,519 30	$1,347 96	$171 34	$0 00	$0 00	$0 00	$0 00
MARATHON PETROLEUM CORP			56585A102						
06/28/2016	07/22/2015	50 00	$1,715 03	$2,849 39	$-1,134 36	$0 00	$0 00	$0 00	$0 00
MARRIOTT INTERNATIONAL INC CL A			571903202						
11/22/2016	02/22/2016	40 00	$3,097 93	$2,672 96	$424 97	$0 00	$0 00	$0 00	$0 00
METTLER-TOLEDO INTL INC			592688105						
04/28/2016	07/22/2015	8 00	$2,893 51	$2,761 02	$132 49	$0 00	$0 00	$0 00	$0 00

Short Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION			CUSIP						
NISOURCE INC			65473P105						
11/22/2016	08/26/2016	20 00	$436 97	$490 27	$-53 30	$0 00	$0 00	$0 00	$0 00
11/22/2016	09/26/2016	30 00	$655 46	$755 20	$-99 74	$0 00	$0 00	$0 00	$0 00
NUANCE COMMUNICATIONS INC			67020Y100						
12/13/2016	03/21/2016	50 00	$777 16	$966 19	$-189 03	$0 00	$0 00	$0 00	$0 00
POST PPTYS INC COM			737464107						
05/26/2016	07/22/2015	10.00	$600 65	$585 78	$14 87	$0 00	$0 00	$0.00	$0 00
SEMPRA ENERGY			816851109						
05/26/2016	03/21/2016	6 00	$627 59	$617 15	$10 44	$0 00	$0 00	$0 00	$0 00
DREYFUS INTENATION STOCK-Y			86271F537						
07/05/2016	07/28/2015	342 23	$5,000 00	$5,164 27	$-164 27	$0 00	$0 00	$0 00	$0 00
DREYFUS SELECT MGER S/C VL-Y			86271F560						
12/27/2016	01/26/2016	165 77	$4,000 00	$2,912 56	$1,087 44	$0 00	$0 00	$0 00	$0 00
TESORO PETROLEUM CORPORATION COMMON			881609101						
06/28/2016	07/22/2015	10 00	$724 25	$979 98	$-255 73	$0 00	$0 00	$0 00	$0 00
09/26/2016	04/28/2016	10 00	$818 50	$865 75	$-47 25	$0 00	$0 00	$0 00	$0 00
TWENTY FIRST CENTURY FOX INC			90130A101						
04/28/2016	07/22/2015	70 00	$2,159 63	$2,365 85	$-206 22	$0 00	$0 00	$0 00	$0 00
VERSUM MATERIALS INC			92532W103						
10/26/2016	11/24/2015	2 00	$44 57	$45 69	$-1 12	$0 00	$0 00	$0 00	$0 00
ACCENTURE PLC IRELAND SHS CL A			G1151C101						
04/28/2016	07/22/2015	30 00	$3,449 82	$3,025 14	$424 68	$0 00	$0 00	$0 00	$0 00

Short Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION			**CUSIP**						
ACCENTURE PLC IRELAND SHS CL A			**G1151C101**						
05/26/2016	07/22/2015	8 00	$944 71	$806 70	$138 01	$0 00	$0 00	$0 00	$0 00
MYLAN NV			**N59465109**						
06/28/2016	04/28/2016	10 00	$423 03	$430 09	$-7 06	$0 00	$0 00	$0 00	$0 00
10/26/2016	04/28/2016	30 00	$1,148 02	$1,290 27	$-142 25	$0 00	$0 00	$0 00	$0 00
ROYAL CARIBBEAN CRUISES LTD			**V7780T103**						
09/26/2016	05/26/2016	20 00	$1,423 76	$1,500 13	$-76 37	$0 00	$0 00	$0 00	$0 00
Total Short Term Gain/Loss			*$103,258 14*	*$107,531 44*	*$-4,273 30*	*$0 00*	*$0 00*	*$0 00*	*$0 00*

Long Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION			**CUSIP**						
ABBOTT LABORATORIES			**002824100**						
09/26/2016	07/22/2015	40 00	$1,666.05	$2,013 12	$-347 07	$0 00	$0 00	$0 00	$0 00
09/26/2016	09/21/2015	10.00	$416 51	$433 04	$-16 53	$0 00	$0 00	$0 00	$0 00
09/26/2016	09/22/2015	30 00	$1,249 53	$1,279 06	$-29 53	$0 00	$0 00	$0 00	$0 00
ADVANSIX INC			**00773T101**						
11/03/2016	07/22/2015	0 40	$6 35	$5 60	$0 75	$0 00	$0.00	$0 00	$0 00

Long Term Transactions

DESCRIPTION			CUSIP						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
ANTHEM INC			036752103						
11/22/2016	07/22/2015	13 00	$1,822 64	$2,030 83	$-208 19	$0 00	$0 00	$0 00	$0 00
APPLE COMPUTER INC COM			037833100						
06/28/2016	04/29/2014	20 00	$1,850 41	$1,694 44	$155 97	$0 00	$0 00	$0 00	$0 00
08/26/2016	04/29/2014	10 00	$1,066 87	$847 22	$219 65	$0 00	$0 00	$0 00	$0 00
BIOGEN IDEC INC			09062X103						
06/28/2016	09/06/2013	3 00	$680 90	$681 91	$-1 01	$0 00	$0 00	$0.00	$0.00
CITIGROUP INC			172967424						
10/26/2016	07/22/2015	10 00	$497 83	$594 48	$-96 65	$0 00	$0 00	$0 00	$0 00
11/22/2016	09/21/2015	10 00	$556 06	$507 10	$48 96	$0 00	$0 00	$0 00	$0 00
11/22/2016	09/22/2015	10 00	$556 06	$500 86	$55 20	$0 00	$0 00	$0 00	$0 00
DENTSPLY SIRONA INC			24906P109						
07/25/2016	07/22/2015	10 00	$623 93	$523 07	$100.86	$0 00	$0 00	$0 00	$0 00
DREYFUS GROWTH & VALUE FDS INC			26200C403						
12/27/2016	07/28/2015	147 28	$5,000.00	$4,749.62	$250 38	$0 00	$0 00	$0 00	$0 00
ELECTRONIC ARTS			285512109						
08/26/2016	07/22/2015	40 00	$3,224 36	$2,909 91	$314 45	$0 00	$0 00	$0 00	$0 00

Long Term Transactions

DESCRIPTION			CUSIP						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
HCA HOLDINGS INC			**40412C101**						
10/26/2016	07/22/2015	30 00	$2,372 47	$2,778 22	$-405 75	$0 00	$0 00	$0 00	$0 00
HOLOGIC INC			**436440101**						
10/26/2016	09/21/2015	3 00	$109 86	$125 29	$-15 43	$0 00	$0 00	$0 00	$0 00
10/26/2016	09/22/2015	7 00	$256 35	$289 72	$-33 37	$0 00	$0 00	$0 00	$0 00
HOST MARRIOTT CORP NEW			**44107P104**						
08/26/2016	07/22/2015	50.00	$892 63	$1,048 40	$-155 77	$0 00	$0 00	$0 00	$0 00
INTEL CORPORATION			**458140100**						
09/26/2016	07/22/2015	50 00	$1,834 68	$1,438 90	$395 78	$0 00	$0 00	$0 00	$0 00
PRICE T ROWE GROUP INC			**74144T108**						
11/22/2016	07/22/2015	10 00	$733 92	$791 88	$-57 96	$0 00	$0 00	$0 00	$0 00
SCHLUMBERGER LIMITED COM			**806857108**						
07/25/2016	07/22/2015	20 00	$1,603 70	$1,678 16	$-74 46	$0.00	$0 00	$0 00	$0 00
SOUTHWEST AIRLINES CO			**844741108**						
11/22/2016	07/22/2015	80 00	$3,764 99	$2,781 43	$983 56	$0 00	$0 00	$0 00	$0 00
DREYFUS SELECT MGER S/C GR-Y			**86271F529**						
12/27/2016	11/11/2011	85 29	$2,000 00	$1,443 63	$556 37	$0 00	$0 00	$0 00	$0 00
TARGET CORP			**87612E106**						
09/26/2016	07/22/2015	30 00	$2,020 31	$2,485 05	$-464 74	$0 00	$0 00	$0 00	$0 00

Long Term Transactions

DESCRIPTION			CUSIP						
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
TARGET CORP			**87612E106**						
12/13/2016	07/22/2015	10.00	$776 63	$828 35	$-51 72	$0 00	$0 00	$0 00	$0 00
TESORO PETROLEUM CORPORATION COMMON			**881609101**						
09/26/2016	07/22/2015	10 00	$818 50	$979 98	$-161 48	$0 00	$0 00	$0 00	$0 00
TWENTY FIRST CENTURY FOX INC			**90130A101**						
10/26/2016	07/22/2015	30 00	$779 01	$1,013 94	$-234 93	$0 00	$0 00	$0 00	$0 00
VAN ECK CM COMMODITY INDX-I			**921075297**						
12/27/2016	07/28/2015	1,848 43	$8,964 88	$10,000 00	$-1,035 12	$0 00	$0 00	$0 00	$0 00
VISA INC			**92826C839**						
07/25/2016	07/22/2015	40 00	$3,153 12	$2,870 32	$282 80	$0 00	$0 00	$0 00	$0 00
08/26/2016	07/22/2015	40 00	$3,217 88	$2,870 31	$347 57	$0 00	$0 00	$0 00	$0 00
WYNDHAM WORLDWIDE CORP			**98310W108**						
07/25/2016	07/22/2015	40 00	$3,078 16	$3,466 32	$-388 16	$0 00	$0 00	$0 00	$0 00
LYONDELLBASELL INDU-CL A-W/I			**N53745100**						
08/26/2016	07/22/2015	30 00	$2,373 62	$2,870 34	$-496 72	$0 00	$0 00	$0 00	$0 00
10/26/2016	07/22/2015	10 00	$800 57	$956 78	$-156 21	$0 00	$0 00	$0 00	$0 00
Total Long Term Gain/Loss			*$58,768 78*	*$59,487 28*	*$-718 50*	*$0 00*	*$0 00*	*$0 00*	*$0 00*