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EXTENDED TO NOVEMBER 15, 2017
Return of Private Foundation

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

, and ending

Name of foundation

JOHN S. WEATHERLEY JR. CHARITABLE FOUNDATION INC.

Number and street (or P O box number if mail is not delivered to street address)

207 UNDERMOUNTAIN ROAD

A Employer identification number

47-5544703

B Telephone number

203-789-1320

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: 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, col. (c), line 16)

► \$ 1,080,068. (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual

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))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	1,097,350.		N/A	
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments				
3 4 Dividends and interest from securities	4,073.	2,511.		STATEMENT 2
5a Gross rents	11,320.	11,320.		STATEMENT 3
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	9,237.			STATEMENT 1
b	525,672.			
7 Capital gain net income (from Part IV, line 2)		30,628.		
8 Net short-term capital gain				
9 Income modifications Gross sales less returns and allowances				
10a				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	1,693.	1,693.		STATEMENT 4
12 Total. Add lines 1 through 11	1,123,673.	46,152.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees	STMT 5	9,117.	9,117.	0.
b Accounting fees				
c Other professional fees	STMT 6	6,157.	6,157.	0.
17 Interest				
18 Taxes	STMT 7	604.	604.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				MAY 22 2017
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	15,878.	15,878.		0.
25 Contributions, gifts, grants paid	50,000.			50,000.
26 Total expenses and disbursements. Add lines 24 and 25	65,878.	15,878.		50,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,057,795.			
b Net investment income (if negative, enter -0-)		30,274.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED MAY 26 2017

Operating and Administrative Expenses

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing				
2	Savings and temporary cash investments			60,436.	60,436.
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				
7	Other notes and loans receivable ►				
	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				
b	Investments - corporate stock	STMT 8	0.	798,417.	824,483.
c	Investments - corporate bonds	STMT 9	0.	49,176.	48,906.
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other	STMT 10	0.	149,766.	146,243.
14	Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item l)		0.	1,057,795.	1,080,068.
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			
	22	Other liabilities (describe ►)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	1,057,795.	
	30	Total net assets or fund balances	0.	1,057,795.	
	31	Total liabilities and net assets/fund balances	0.	1,057,795.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	0.
2	Enter amount from Part I, line 27a	2	1,057,795.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1,057,795.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,057,795.

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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	FIDELITY #638-253110, PER SCHEDULE ATTACHED	D	03/04/16	12/31/16
b	58 PHILIPS 66 PARTNERS LP	P	06/16/16	11/18/16
c	342 PHILIPS 66 PARTNERS LP	P	06/16/16	11/21/16
d	200 COGNIZANT TECH SOLUTIONS	P	04/12/16	11/23/16
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	497,973.		461,617.	36,356.
b	2,513.		3,116.	-603.
c	14,864.		18,376.	-3,512.
d	10,322.		11,935.	-1,613.
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				36,356.
b				-603.
c				-3,512.
d				-1,613.
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	30,628.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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.

Yes No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

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	0.	0.	.000000
2014			
2013			
2012			
2011			
2			.000000
3			.000000
4			900,294.
5			0.
6			303.
7			303.
8			50,000.

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.

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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.	1	303.
	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		
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-)		
3	Add lines 1 and 2	2	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	303.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4	0.
6	Credits/Payments:	5	303.
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	303.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	303.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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?	N/A	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b	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>		<input checked="" type="checkbox"/> 1a	<input checked="" type="checkbox"/> X
1c	Did the foundation file Form 1120-POL for this year?		<input type="checkbox"/> 1b	<input checked="" type="checkbox"/> X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ 0. (2) On foundation managers. ► \$ _____ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	<input checked="" type="checkbox"/> 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>	3	<input checked="" type="checkbox"/> X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	<input checked="" type="checkbox"/> X	
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>	4b	<input type="checkbox"/> 5	<input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/> 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>	7	<input checked="" type="checkbox"/> X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>CT</u>			
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> If "No," attach explanation	8b	<input checked="" type="checkbox"/> 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>	9	<input checked="" type="checkbox"/> X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	<input checked="" type="checkbox"/> X	STMT 11

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
14	The books are in care of ► JAMES W. SIMPSON Located at ► 207 UNDERMOUNTAIN ROAD, SALISBURY, CT	Telephone no. ► 203-789-1320 ZIP+4 ► 06068	
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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 type="checkbox"/> Yes	<input checked="" 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	N/A	<input type="checkbox"/> Yes
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?	N/A	<input type="checkbox"/> Yes
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? If "Yes," list the years ► _____, _____, _____, _____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.)	N/A	<input type="checkbox"/> Yes
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	N/A	<input type="checkbox"/> Yes
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.)	N/A	<input type="checkbox"/> Yes
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?	4a	<input checked="" type="checkbox"/> No
		4b	<input checked="" type="checkbox"/> No

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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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (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

Yes No

Yes No

Yes No

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)?

N/A
►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
SEE STATEMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
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Part VIII

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

► 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

► 0.

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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	804,127.
b Average of monthly cash balances	1b	109,877.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	914,004.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	914,004.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,710.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	900,294.
6 Minimum investment return. Enter 5% of line 5	6	45,015.

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	45,015.
2a Tax on investment income for 2016 from Part VI, line 5	2a	303.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	303.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	44,712.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	44,712.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	44,712.

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	50,000.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	50,000.
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	5	303.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	49,697.

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.

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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				44,712.
2 Undistributed income, if any, as of the end of 2016			0.	
a Enter amount for 2015 only				
b Total for prior years:		0.		
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: ► \$ 50,000.			0.	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				44,712.
e Remaining amount distributed out of corpus				0.
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	5,288.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,288.			
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		0.		
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 instr.			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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	5,288.			
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	5,288.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
DOCTORS WITHOUT BORDERS USA, INC. 337 7TH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE	PC	FOR GENERAL CHARITABLE PURPOSES OF THE ORGANIZATION	20,000.
HOLE IN THE WALL GANG FUND, INC. 555 LONG WHARF DRIVE NEW HAVEN, CT 06511	NONE	PC	FOR GENERAL CHARITABLE PURPOSES OF THE ORGANIZATION	15,000.
NANTUCKET MARIA MITCHELL ASSOCIATION 4 VESTAL STREET NANTUCKET, MA 02554	NONE	PC	FOR GENERAL CHARITABLE PURPOSES OF THE ORGANIZATION	15,000.
Total			► 3a	50,000.
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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	4,073.	
4 Dividends and interest from securities			14	11,320.	
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			14	1,693.	
8 Gain or (loss) from sales of assets other than inventory			14	9,237.	
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.		26,323.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		26,323.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

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

OMB No. 1545-0047

2016

Name of the organization

**JOHN S. WEATHERLEY JR. CHARITABLE
FOUNDATION INC.**

Employer identification number

47-5544703

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year

► \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

JOHN S. WEATHERLEY JR. CHARITABLE
FOUNDATION INC.

Employer identification number

47-5544703

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN S. WEATHERLEY, JR. 2012 LIVING TRUST 65 NORTH MAPLE AVENUE, SUITE 300 RIDGEWOOD, NJ 07450	\$ 758,399.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	JOHN S. WEATHERLEY, JR. 2012 LIVING TRUST 65 NORTH MAPLE AVENUE, SUITE 300 RIDGEWOOD, NJ 07450	\$ 141,443.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	JOHN S. WEATHERLEY, JR. 2012 LIVING TRUST 65 NORTH MAPLE AVENUE, SUITE 300 RIDGEWOOD, NJ 07450	\$ 35,643.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
4	JOHN S. WEATHERLEY, JR. 2012 LIVING TRUST 65 NORTH MAPLE AVENUE, SUITE 300 RIDGEWOOD, NJ 07450	\$ 44,157.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
5	JOHN S. WEATHERLEY, JR. 2012 LIVING TRUST 65 NORTH MAPLE AVENUE, SUITE 300 RIDGEWOOD, NJ 07450	\$ 23,748.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
6	JOHN S. WEATHERLEY, JR. 2012 LIVING TRUST 65 NORTH MAPLE AVENUE, SUITE 300 RIDGEWOOD, NJ 07450	\$ 13,470.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

JOHN S. WEATHERLEY JR. CHARITABLE
FOUNDATION INC.

Employer identification number

47-5544703

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	JOHN S. WEATHERLEY, JR. 2012 LIVING TRUST 65 NORTH MAPLE AVENUE, SUITE 300 RIDGEWOOD, NJ 07450	\$ 41,554.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
8	JOHN S. WEATHERLEY, JR. 2012 LIVING TRUST 65 NORTH MAPLE AVENUE, SUITE 300 RIDGEWOOD, NJ 07450	\$ 38,936.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

JOHN S. WEATHERLEY JR. CHARITABLE
FOUNDATION INC.

Employer identification number

47-5544703

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	<u>INVESTMENT SECURITIES, PER SCHEDULE ATTACHED</u>	\$ 758,399.	03/04/16
3	<u>587 SHARES DENTSPLY SIRONA INC</u>	\$ 35,643.	03/18/16
4	<u>7 SHS CHOCOLADEFABRIKEN LINDT SPRUNGLI</u>	\$ 44,157.	04/14/16
5	<u>30,000 SHS SINGAPORE BOND</u>	\$ 23,748.	04/14/16
6	<u>155 SHS BAYERISCHE MOTOREN WERKE</u>	\$ 13,470.	05/06/16
7	<u>507 SHS HEINEKEN HOLDINGS</u>	\$ 41,554.	05/06/16

Name of organization

JOHN S. WEATHERLEY JR. CHARITABLE
FOUNDATION INC.

Employer identification number

47-5544703

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
8	280,000 NORWAY BOND	\$ 38,936.	05/06/16
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization

Employer identification number

JOHN S. WEATHERLEY JR. CHARITABLE
FOUNDATION INC.

47-5544703

Part III *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$*
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIDELITY #638-253110, PER SCHEDULE ATTACHED			03/04/16	12/31/16
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
497,973.	483,008.	0.	0.	14,965.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
58 PHILIPS 66 PARTNERS LP		PURCHASED	06/16/16	11/18/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,513.	3,116.	0.	0.	-603.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
342 PHILIPS 66 PARTNERS LP		PURCHASED	06/16/16	11/21/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,864.	18,376.	0.	0.	-3,512.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				PURCHASED	04/12/16	11/23/16
200 COGNIZANT TECH SOLUTIONS	10,322.	11,935.	0.	0.	0.	-1,613.
CAPITAL GAINS DIVIDENDS FROM PART IV						
TOTAL TO FORM 990-PF, PART I, LINE 6A						

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY #638-253110	4,073.	2,511.	
TOTAL TO PART I, LINE 3	4,073.	2,511.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY #638-253110	11,320.	0.	11,320.	11,320.	
TO PART I, LINE 4	11,320.	0.	11,320.	11,320.	

FORM 990-PF

OTHER INCOME

STATEMENT

4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NON DIVIDEND DISTRIBUTION	578.	578.	
PARTNERSHIP DISTRIBUTIONS	1,115.	1,115.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,693.	1,693.	

FORM 990-PF

LEGAL FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WITHERS BERGMAN LLP	9,117.	9,117.		0.
TO FORM 990-PF, PG 1, LN 16A	9,117.	9,117.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISOR FEE	6,157.	6,157.		0.
TO FORM 990-PF, PG 1, LN 16C	6,157.	6,157.		0.

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	604.	604.		0.
TO FORM 990-PF, PG 1, LN 18	604.	604.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	798,417.	824,483.
TOTAL TO FORM 990-PF, PART II, LINE 10B	798,417.	824,483.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
14,000 WELL FARGO CO MTN	13,966.	13,983.
14,000 COSTCO WHSL CORP	14,037.	13,985.
7,000 BERKSHIRE HATHAWAY INC	7,360.	7,306.
14,000 APPLE INC NOTE	13,813.	13,632.
TOTAL TO FORM 990-PF, PART II, LINE 10C	49,176.	48,906.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
970.167 SHS FIDELITY OVERSEAS	COST	40,000.	38,360.
50 SHS ISHARES NASDAQ BIOTECHNOLOGY	COST	13,303.	13,269.
200 SHS AMERICAN TOWER CORPORATION	COST	20,600.	21,136.
15,000 BRISTOL CONN GO BDS	COST	15,423.	15,044.
20,000 MARLBOROUGH CONN GO BDS	COST	21,274.	20,642.
15,000 MONROE CONN REF BDS	COST	16,447.	15,873.
20,000 BRISTOL CONN GO REF BDS	COST	22,719.	21,919.
TOTAL TO FORM 990-PF, PART II, LINE 13		149,766.	146,243.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 11

NAME OF CONTRIBUTOR

ADDRESS

JOHN S. WEATHERLEY, JR. 2012 LIVING
TRUST 65 NORTH MAPLE AVENUE, SUITE 300
RIDGEWOOD, NJ 07450

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SUSAN WEATHERLEY 98 WOODLAND ROAD NEW CANAAN, CT 06840	DIRECTOR 1.00	0.	0.	0.
JAMES W. SIMPSON 207 UNDERMOUNTAIN ROAD SALISBURY, CT 06068	DIRECTOR, PRESIDENT 1.00	0.	0.	0.
JEBB H. ATKINSON 70 CEDAR ROAD WILTON, CT 06897	DIRECTOR, VICE PRESIDENT 1.00	0.	0.	0.
ZOE SMITH 2112 RANNOCH TRACE FORT SMITH, AR 72908	DIRECTOR 1.00	0.	0.	0.
BRIAN MARRA 65 NORTH MAPLE AVE., SUITE 300 RIDGEWOOD, NJ 07450	ASSISTANT SECRETARY 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

John S. Weatherley Charitable Foundation**EIN # 47-5544703****Part I Column (a) Line 6a****Fidelity # 638-253110, Statement 1 Attachment****FYE 12/31/2016**

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Security</u>	<u>Proceeds</u>	<u>Cost Basis</u>	<u>Gain (Loss)</u>
3/4/2016	3/22/2016	141	Diageo Plc ADR FOR	15,016.08	14,986.89	29.19
3/4/2016	3/22/2016	142	The Kraft Heinz Company	10,839.55	10,962.40	(122.85)
3/4/2016	3/22/2016	254	Tiffany & Co New	18,430.18	17,721.58	708.60
3/4/2016	4/12/2016	238	Accenture PLC	27,185.18	24,556.84	2,628.34
3/4/2016	4/12/2016	108	CDK Global Inc.	5,023.49	5,087.88	(64.39)
3/4/2016	4/12/2016	563	Coca Cola Co	26,254.14	24,833.93	1,420.21
3/4/2016	4/12/2016	141	Deere & Co	10,790.74	11,968.08	(1,177.34)
3/4/2016	4/12/2016	282	Discovery Communications Inc Class C	7,786.60	7,537.86	248.74
3/4/2016	4/12/2016	225	Emerson Electric Co.	12,283.63	11,533.50	750.13
3/4/2016	4/12/2016	153	PepsiCo Inc	16,029.35	15,300.00	729.35
3/4/2016	4/12/2016	230	Procter & Gamble Co	19,029.01	19,202.70	(173.69)
5/6/2016	7/15/2016	280000	Norway (Kingdom of) Bond .45% due 5/25/21	37,817.75	38,936.18	(1,118.43)
3/4/2016	7/19/2016	30000	Singapore (Govt of) Bond 2.35% due 9/1/20	23,736.28	23,748.55	(12.27)
5/6/2016	7/29/2016	155	Bayerische Motoren Werke FOR	13,185.04	13,470.10	(285.06)
3/4/2016	7/29/2016	7	Lindt & Spruengli Chocolade. FOR	40,049.00	44,157.19	(4,108.19)
3/18/2016	7/29/2016	287	Dentsply Intl.	18,205.54	17,426.64	778.90
3/4/2016	7/29/2016	129	PepsiCo Inc	14,033.60	12,900.00	1,133.60
3/4/2016	7/29/2016	71	PepsiCo Inc	7,723.92	7,100.00	623.92
3/4/2016	7/29/2016	150	Verisk Analytics	12,745.31	11,505.00	1,240.31
3/4/2016	7/29/2016	111	Waters Corp	17,636.38	14,108.10	3,528.28
3/4/2016	8/17/2016	141	Advance Auto Parts	22,264.72	21,484.17	780.55
3/4/2016	9/8/2016	69	Becton Dickinson	12,143.02	10,291.35	1,851.67
3/4/2016	12/14/2016	176	Automatic Data Processing Inc	17,224.98	15,169.44	2,055.54
3/4/2016	12/14/2016	78	Mastercard Inc	8,129.55	7,023.90	1,105.65
3/4/2016	12/14/2016	324	Nestle SA ADR FOR	23,138.21	23,317.63	(179.42)
3/4/2016	12/14/2016	98	Nestle SA ADR FOR	6,998.60	7,052.86	(54.26)
3/4/2016	12/23/2016	100	Becton Dickinson	16,610.57	14,915.00	1,695.57
3/4/2016	12/23/2016	300	Dentsply Intl.	17,719.84	18,216.00	(496.16)
3/4/2016	12/23/2016	99	Praxair Incorporated	11,613.66	10,770.21	843.45
3/4/2016	12/23/2016	71	Praxair Incorporated	8,328.98	7,724.09	604.89
				497,972.90	483,008.08	14,964.82

John S. Weatherley Charitable Foundation**EIN # 47-5544703****Part II Balance Sheet - Line 10b****FYE 12/31/2016**

<u>Security</u>	<u>Shares</u>	<u>Book Value</u>	<u>FMV</u>
Accenture PLC	100	10,318.00	11,713.00
Checkpoint Software	250	19,180.00	21,115.00
Alphabet Inc CL C	28	19,904.92	21,611.00
Alphabet Inc CI A	29	21,176.38	22,981.00
Amazon	25	18,941.00	18,747.00
AIG	549	28,712.70	35,855.00
Apple	300	32,339.00	34,746.00
Aut. Data Process	150	12,928.50	15,417.00
Berkshire Hathaway	211	29,111.67	34,389.00
Expeditors	352	16,519.36	18,642.00
Exxon	211	17,363.19	19,045.00
J&J	167	17,785.50	19,240.00
Cigna Corporation	200	25,770.00	26,678.00
CVS Health Corp	300	27,840.00	23,673.00
Comcast Corp	300	18,560.00	20,715.00
Danaher Corp	200	15,791.00	15,568.00
Disney Walt	200	19,716.00	20,844.00
Ecolab Inc	200	22,573.00	23,444.00
Enterprise Products	700	19,395.00	18,928.00
Facebook Inc	150	17,992.00	17,258.00
Fidelity National Info. Svc	300	21,277.00	22,692.00
Gilead Sciences	250	23,495.00	17,903.00
Kar Auction Services	500	20,549.00	21,310.00
Mastercard	400	36,020.00	41,300.00
Mondelez Inl	425	17,905.25	18,840.00
Pfizer Inc	600	20,860.00	19,488.00
Schlumberger Ltd	211	15,789.13	17,713.00
Kroger Co	500	18,360.00	17,255.00
Verisk	300	23,010.00	24,351.00
Waters Corp	100	12,710.00	13,439.00
3M	169	27,051.83	30,178.00
LKQ Corp	600	18,866.00	18,390.00
Lowes Co	200	15,156.00	14,224.00
Magellan Midstream Ptrs	300	21,082.00	22,689.00
Royal Dutch Shell	400	22,008.00	21,752.00
Heineken	507	41,553.72	35,369.00
Sprouts Fmrs Mkt	500	11,285.00	9,460.00
VWR Corp	700	19,519.00	17,521.00
		<u>798,414.15</u>	<u>824,483.00</u>

John S. Weatherley Charitable Foundation

EIN # 47-5544703

Part IV line 1a, Fidelity #638-253110

FYE 12/31/2016

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Security</u>	<u>Proceeds</u>	<u>Donor's Basis</u>	<u>Gain (Loss)</u>
3/4/2016	3/22/2016	141	Diageo Plc ADR FOR	15,016.08	17,583.40	(2,567.32)
3/4/2016	3/22/2016	142	The Kraft Heinz Company	10,839.55	7,880.29	2,959.26
3/4/2016	3/22/2016	254	Tiffany & Co New	18,430.18	23,661.37	(5,231.19)
3/4/2016	4/12/2016	238	Accenture PLC	27,185.18	19,955.11	7,230.07
3/4/2016	4/12/2016	108	CDK Global Inc.	5,023.49	3,187.50	1,835.99
3/4/2016	4/12/2016	563	Coca Cola Co	26,254.14	21,591.05	4,663.09
3/4/2016	4/12/2016	141	Deere & Co	10,790.74	12,204.96	(1,414.22)
3/4/2016	4/12/2016	282	Discovery Communications Inc Class C	7,786.60	9,643.81	(1,857.21)
3/4/2016	4/12/2016	225	Emerson Electric Co.	12,283.63	14,653.69	(2,370.06)
3/4/2016	4/12/2016	153	PepsiCo Inc	16,029.35	12,462.99	3,566.36
3/4/2016	4/12/2016	230	Procter & Gamble Co	19,029.01	17,935.40	1,093.61
5/6/2016	7/15/2016	280000	Norway (Kingdom of) Bond .45% due 5/25/21	37,817.75	50,341.14	(12,523.39)
3/4/2016	7/19/2016	30000	Singapore (Govt of) Bond 2.35% due 9/1/20	23,736.28	25,694.40	(1,958.12)
5/6/2016	7/29/2016	155	Bayerische Motoren Werke FOR	13,185.04	17,624.97	(4,439.93)
3/4/2016	7/29/2016	7	Lindt & Spruengli Chocolade. FOR	40,049.00	34,628.00	5,421.00
3/18/2016	7/29/2016	287	Dentsply Intl.	18,205.54	11,301.56	6,903.98
3/4/2016	7/29/2016	129	PepsiCo Inc	14,033.60	10,508.02	3,525.58
3/4/2016	7/29/2016	71	PepsiCo Inc	7,723.92	5,783.48	1,940.44
3/4/2016	7/29/2016	150	Verisk Analytics	12,745.31	9,414.75	3,330.56
3/4/2016	7/29/2016	111	Waters Corp	17,636.38	12,518.58	5,117.80
3/4/2016	8/17/2016	141	Advance Auto Parts	22,264.72	17,751.26	4,513.46
3/4/2016	9/8/2016	69	Becton Dickinson	12,143.02	8,006.07	4,136.95
3/4/2016	12/14/2016	176	Automatic Data Processing Inc	17,224.98	13,698.00	3,526.98
3/4/2016	12/14/2016	78	Mastercard Inc	8,129.55	6,111.50	2,018.05
3/4/2016	12/14/2016	324	Nestle SA ADR FOR	23,138.21	24,424.74	(1,286.53)
3/4/2016	12/14/2016	98	Nestle SA ADR FOR	6,998.60	7,387.73	(389.13)
3/4/2016	12/23/2016	100	Becton Dickinson	16,610.57	11,603.00	5,007.57
3/4/2016	12/23/2016	300	Dentsply Intl.	17,719.84	11,813.47	5,906.37
3/4/2016	12/23/2016	99	Praxair Incorporated	11,613.66	12,954.65	(1,340.99)
3/4/2016	12/23/2016	71	Praxair Incorporated	8,328.98	9,290.71	(961.73)
				<u>497,972.90</u>	<u>461,615.60</u>	<u>36,357.30</u>

John S. Weatherley Foundation**Schedule B Part 1, Item 1****EIN # 47-5544703****FYE 12/31/16**

<u>Date Donated</u>	<u>Shares</u>	<u>Security</u>	<u>Original Basis</u>
3/4/2016	338	Accenture PLC	34,874.84
3/4/2016	141	Advanced Auto Parts	21,484.17
3/4/2016	7	Alphabet Inc CL C	4,976.23
3/4/2016	21	Alphabet Inc CL C	14,928.69
3/4/2016	29	Alphabet Inc Cl A	21,176.38
3/4/2016	549	AIG	28,712.70
3/4/2016	14000	Apple Note	13,812.68
3/4/2016	326	Aut. Data Process	28,097.94
3/4/2016	169	Becton Dickinson	25,206.35
3/4/2016	7000	Berkshire Hathaway	7,360.08
3/4/2016	211	Berkshire Hathaway	29,111.67
3/4/2016	15000	Bristol Conn Bond 3.5%	15,422.70
3/4/2016	20000	Bristol Conn Bond 4.0%	22,719.40
3/4/2016	108	CDK Global	5,087.88
3/4/2016	563	Coca Cola	24,833.93
3/4/2016	14000	Costco	14,037.10
3/4/2016	141	Deere and Co	11,968.08
3/4/2016	141	Diago	14,986.89
3/4/2016	282	Discovery Communications	7,537.86
3/4/2016	225	Emerson Electric	11,533.50
3/4/2016	352	Expeditors	16,519.36
3/4/2016	211	Exxon	17,363.19
3/4/2016	167	J&J	17,785.50
3/4/2016	142	Kraft	10,962.40
3/4/2016	20000	Marlborough CT Bond	21,273.80
3/4/2016	478	Mastercard	43,043.90
3/4/2016	425	Mondelez Inl	17,905.25
3/4/2016	15000	Monroe CONN Bd	16,447.20
3/4/2016	98	Nestle SA	7,052.86
3/4/2016	324	Nestle SA	23,317.63
3/4/2016	71	Pepsico	7,100.00
3/4/2016	282	Pepsico	28,200.00
3/4/2016	71	Praxair	7,724.09
3/4/2016	99	Praxair	10,770.21
3/4/2016	230	Procter and Gamble	19,202.70
3/4/2016	211	Schlumberger Ltd	15,789.13
3/4/2016	254	Tiffany and Co	17,721.58
3/4/2016	450	Verisk	34,515.00
3/4/2016	211	Waters Corp	26,818.10
3/4/2016	14000	Wells Fargo	13,966.40
3/4/2016	169	3M	<u>27,051.83</u>
			<u>758,399.21</u>