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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2016

Open to Public Inspection

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

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

THE McWILLIAMS FOUNDATION

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

Room/suite

A Employer identification number

47-6862700

47-6862760

B Telephone number (see instructions)

304-233-2450

60 FOURTEENTH STREET

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

WHEELING, WV 26003G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeD 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 ☐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) ▶ \$

J Accounting method: ☐ 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))		(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)	364197			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	156	156	156	
	4 Dividends and interest from securities	33701	33701	33701	
	5a Gross rents	-0-	-0-	-0-	
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(8870)			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		6522		
	8 Net short-term capital gain			(3169)	
	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	389184	40379	30688		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	10000	10000	10000	10000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	1142	1142	1142	1142
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	8054	8054	8054	8054
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1244	1244	1244	1244
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	20440	20440	20440	20440
	25 Contributions, gifts, grants paid	14500			14500
26 Total expenses and disbursements. Add lines 24 and 25	34940	20440	20440	34940	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	354244				
b Net investment income (if negative, enter -0-)		19939			
c Adjusted net income (if negative, enter -0-)			10248		

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2016)

SCANNED MAY 25 2017

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	44050	31665	31665
	2 Savings and temporary cash investments	80877	84589	84589
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	409045	1021013	1100643
	c Investments—corporate bonds (attach schedule)	171590		
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	705562	1137267	1216897
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	705562		
	31 Total liabilities and net assets/fund balances (see instructions)	705562	1137267	

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	705562
2 Enter amount from Part I, line 27a	2	354243
3 Other increases not included in line 2 (itemize) ▶ <u>Unrealized Capital Appreciation</u>	3	77462
4 Add lines 1, 2, and 3	4	1137267
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1137267

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				
b SEE ATTACHED SHEETS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	6522
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	(3169)

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☒ Yes ☐ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015			
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
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. <u>January 2016</u> (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	399	00
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	00
3	Add lines 1 and 2	3	399	00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0	00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	399	00
6	Credits/Payments:			
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		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	0	00
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	399	00
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 Refunded	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?		Yes	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>			
1c	Did the foundation file Form 1120-POL for this year?			✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. ▶ \$ (2) On foundation managers ▶ \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	3		✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		✓
4b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		✓
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		✓
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		✓
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶			
8b	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? <i>If "No," attach explanation.</i>	8b		✓
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV.</i>	9		✓
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	✓	

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		<input checked="" type="checkbox"/>
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 checked="" type="checkbox"/>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		<input checked="" type="checkbox"/>
Website address ▶ <u>N/A</u>		
14 The books are in care of ▶ <u>James T. McClure</u> Telephone no. ▶ <u>304-233-2450</u>		
Located at ▶ <u>60 Fourteenth Street, Wheeling, West Virginia</u> ZIP+4 ▶ <u>26003-3430</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here.		<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year	<u>15</u>	
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?		<input checked="" type="checkbox"/>
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)?	1b	<input checked="" type="checkbox"/>
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	<input checked="" type="checkbox"/>
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	<input checked="" type="checkbox"/>
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.</i>)	3b	<input checked="" type="checkbox"/>
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	<input checked="" type="checkbox"/>

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**5b****6b****7b****Part VII 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
James T. McClure 60 Fourteenth Street Wheeling, WV 26003	Trustee - 5 hours	10,000	-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 ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		-0-

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1		
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	
3 All other program-related investments. See instructions	
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	1a	825120
b	Average of monthly cash balances	1b	62549
c	Fair market value of all other assets (see instructions)	1c	-0-
d	Total (add lines 1a, b, and c)	1d	887669
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	-0-
3	Subtract line 2 from line 1d	3	887669
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	13315
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	874354
6	Minimum investment return. Enter 5% of line 5	6	43718

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	43718
2a	Tax on investment income for 2016 from Part VI, line 5	2a	399
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	399
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	43319
4	Recoveries of amounts treated as qualifying distributions	4	-0-
5	Add lines 3 and 4	5	43319
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	43319

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	34940
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	34940
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	34940

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				43319
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			8297	
b Total for prior years. 20 __, 20 __, 20 __		-0-		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015 8297				
f Total of lines 3a through e	8297			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 34940				
a Applied to 2015, but not more than line 2a			8297	
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				34940
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).)	8297			-0-
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	-0-			
b Prior years' undistributed income. Subtract line 4b from line 2b		-0-		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		-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 instructions			8297	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				8379
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 (see instructions)	-0-			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	-0-			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015 -0-				
e Excess from 2016 -0-				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter $\frac{2}{3}$ 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					-0-

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

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

NONE

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

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

James T. McClure, Trustee, 60 Fourteenth Street, Wheeling, WV 26003-3430 Phone: 304-233-2450

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

SEE ATTACHED SHEETS

- c** Any submission deadlines:

NONE

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

NONE

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 <i>Paid during the year</i>				
Museums of Oglebay Institute 1330 National Road, Wheeling, WV 26003 July 22, 2016 (See Grant Application)				5000
Museums of Oglebay Institute 1330 National Road, Wheeling, WV 26003 December 20, 2016 (See Grant Application)				9500
Total			▶ 3a	14500
b <i>Approved for future payment</i>				
Total			▶ 3b	-0-

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
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					
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)					
13	Total. Add line 12, columns (b), (d), and (e)					

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

13 **-0-**

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

[illegible]

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|--|-----|----|
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | ✓ |
| | (2) Other assets | | ✓ |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | | ✓ |
| | (3) Rental of facilities, equipment, or other assets | | ✓ |
| | (4) Reimbursement arrangements | | ✓ |
| | (5) Loans or loan guarantees | | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | ✓ |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

5/11/17
Date

TRUSTEE
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

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

THE McWILLIAMS FOUNDATION

Employer identification number

47-6862700

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).

Name of organization The McWilliams Foundation	Employer identification number 47-6862700
--	---

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
-----	Estate of Betty Jane McWilliams, Charles Schwab & Co. 60 Fourteenth Street, Wheeling, WV 26003 Account No. 8624-2166	\$ 364,197.00	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)
-----		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

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
----- 	SEE SCHEDULE ATTACHED ----- ----- -----	\$ ----- 364197	----- 4/13/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
----- 	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
----- 	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
----- 	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
----- 	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
----- 	----- ----- ----- -----	\$ -----	-----
(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
----------------------	--------------------------------

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

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

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

SCHEDULE B, PART II, NONCASH PROPERTY			
Date Received	Description of Property	Quantity	Amount
4/13/2016	AT&T INC	400.0000	\$ 15,350.00
4/13/2016	ALLERGAN PLC	18.0000	\$ 3,963.96
4/13/2016	AMGEN INCORPORATED	50.0000	\$ 7,960.00
4/13/2016	ARTHUR J. GALLAGHER&C	300.0000	\$ 13,305.00
4/13/2016	BOEING CO	150.0000	\$ 19,564.50
4/13/2016	BP PLC	300.0000	\$ 9,423.00
4/13/2016	CA INC	500.0000	\$ 15,110.00
4/13/2016	COMMUNICATIONS SALES	41.0000	\$ 940.95
4/13/2016	EMC CORP MASS	400.0000	\$ 10,272.00
4/13/2016	ERIE INDEMNITY CO	50.0000	\$ 4,595.50
4/13/2016	HALYARD HEALTH INC	12.0000	\$ 369.00
4/13/2016	HONEYWELL INTL INC	100.0000	\$ 11,408.00
4/13/2016	IBM CORP	100.0000	\$ 15,068.00
4/13/2016	ISHARES MSCI JAPAN ETF	400.0000	\$ 4,716.00
4/13/2016	JOY GLOBAL INC	150.0000	\$ 2,586.00
4/13/2016	KIMBERLY-CLARK CORP	100.0000	\$ 13,633.01
4/13/2016	LOEWS CORPORATION	400.0000	\$ 15,572.00
4/13/2016	MEDTRONIC PLC	250.0000	\$ 19,265.00
4/13/2016	MICROSOFT CORP	300.0000	\$ 16,518.00
4/13/2016	NETAPP INC	350.0000	\$ 9,243.50
4/13/2016	NETSCOUT SYSTEMS INC	300.0000	\$ 6,831.00
4/13/2016	PARKER-HANNIFIN CORP	150.0000	\$ 16,876.50
4/13/2016	PFIZER INCORPORATED	187.0000	\$ 6,041.04
4/13/2016	PNC FINANCIAL SRVCS	150.0000	\$ 12,624.00
4/13/2016	SANDISK CORP	225.0000	\$ 17,298.00
4/13/2016	SCHWAB US BROAD MARKET ETF	485.0000	\$ 24,065.65
4/13/2016	TEXAS INSTRUMENTS	150.0000	\$ 8,769.00
4/13/2016	URBAN OUTFITTERS INC	300.0000	\$ 9,339.00
4/13/2016	VERIZON COMMUNICATN	300.0000	\$ 15,411.00
4/12/2016	WENDYS COMPANY	1900.0000	\$ 21,190.13
4/13/2016	WINDSTREAM HLDGS INC	34.0000	\$ 275.06
4/13/2016	XILINX INC	300.0000	\$ 13,872.00
4/13/2016	ZOETIS INC	58.0000	\$ 2,741.08
TOTAL			\$ 364,196.88

Part I.
Schedule 16a.

Spilman Thomas & Battle, PLLC
1233 Main Street, Suite 4000
Post Office Box 831
Wheeling, WV 26003-8731

2/23/16 – Legal Fees	\$ 30.50
3/28/16 – Legal Fees	174.00
4/28/16 – Legal Fees	570.00
6/01/16 – Legal Fees	<u>367.20</u>
	\$1,141.70

Part I.
Schedule 16c.

Fort Pitt Capital Group
Foster Plaza Ten
680 Andersen Drive
Pittsburgh, PA 15220

Investment Management Fee	\$8,054.00
---------------------------	------------

Part I.
Line 18 – Taxes

10/18/16 – US Treasury	\$ 38.88
12/20/16 – US Treasury	<u>1,205.20</u>
	\$1,244.08

Part I.
Line 25 – Grants

07/28/16 – Museums of Oglebay	\$ 5,000.00
12/26/16 – Museums of Oglebay	<u>9,500.00</u>
	\$14,500.00

Part II
Schedule 10b.

Equity Funds	Quantity	Column (b) Book Value	Column (c) Market Value
AT&T INC	850.0000	30,772.49	35,836.00
ABBOTT LABORATORIES	400.0000	15,931.63	16,708.00
ADVANSIX, INC	6.0000	80.84	154.14
ALLERGAN PLC F	118.0000	31,326.38	25,829.02
AMGEN INCORPORATED	50.0000	7,820.25	7,834.00
ARTHUR J GALLAGHER&C	700.0000	31,528.15	37,681.00
BOEING CO	150.0000	23,447.25	24,513.00
BP PLC	300.0000	12,351.00	10,794.00
CA INC	500.0000	16,302.25	15,635.00
GENERAL ELECTRIC CO	819.0000	20,153.02	24,324.30
HALYARD HEALTH INC	12.0000	549.37	461.64
HEADWATERS INC	1,200.0000	20,129.36	27,804.00
HONEYWELL INTL INC	150.0000	15,189.66	17,748.00
IBM CORP	100.0000	16,321.50	17,452.00
II-VI INCORPORATED	1,100.0000	20,053.03	40,150.00
INTEL CORP	900.0000	31,698.08	33,138.00
KIMBERLY-CLARK CORP	100.0000	11,020.00	12,113.00
LOWES CORPORATION	600.0000	23,990.00	27,948.00
MEDTRONIC PLC F	450.0000	32,638.77	34,209.00
MICROSOFT CORP	400.0000	17,277.50	25,860.00
NETAPP INC	1,150.0000	33,285.23	44,068.00

NETSCOUT SYSTEMS INC	300.0000	11,715.00	9,990.00
PARKER-HANNIFIN CORP	150.0000	18,426.75	22,069.50
PFIZER INCORPORATED	187.0000	6,421.58	5,933.51
PNC FINANCIAL SRVCS	150.0000	13,730.25	18,069.00
ROCKWELL AUTOMATION	200.0000	21,544.05	29,598.00
RPM INTERNATIONAL	450.0000	22,478.93	23,517.00
SYNCHRONY FINANCIAL	32.0000	761.77	1,146.24
TEXAN INSTRUMENTS	150.0000	8,709.75	11,331.00
URBAN OUTFITTERS INC	1,200.0000	30,508.42	31,848.00
VERIZON COMMUNICATN	700.0000	32,699.18	34,307.00
VF CORPORATION	250.0000	17,006.87	12,870.00
WENDYS COMPANY	3,300.0000	33,393.11	44,649.00
WESTERN DIGITAL	65.0000	2,388.10	5,182.45
XILINX INC	450.0000	18,486.00	26,190.00
ZOETIS INC	58.0000	2,639.06	3,186.52
ARTISAN MID CAP FUND INV	446.3810	20,213.42	16,980.33
CONESTOGA SMALL CAP	232.9390	8,102.41	9,394.43
DIAMOND HILL LARGE CAP	1,376.2220	30,218.78	32,492.60
FMI LARGE CAP FUND	1,435.0540	25,300.00	29,174.65
HARBOR INTERNATIONAL	476.3550	30,372.11	28,819.48
MAINSTAY LARGE CAP	3,347.5940	31,300.00	28,387.60
RAINIER SMALL MID CAP	463.8760	17,694.91	16,486.15
SCOUT INTL FD	1,141.2300	24,975.58	24,319.61

WELLS FARGO SMALL CAP	388.3740	8,833.91	8,179.16
AMERICAN CENTURY GINNIE	6,132.0410	65,857.83	64,509.07
METROPOLITAN WEST HIGH	2,002.4940	18,898.53	19,063.74
METROPOLITAN WEST TOT	5,993.7280	64,778.91	63,173.89
TEMPLETON GLOBAL BOND	1,891.4310	21,524.75	22,564.77

Part IV - Capital Gains and Losses for Tax on Investment Income							
(a) List and describe kinds of property sold	(b) How acquired	(c) Date acquired	(d) Date Sold	(e) Gross Sales price	(g) Cost or other basis	(h) Gain or loss	
	P-Purchase						
	D-Donation						
LONG-TERM TRANSACTIONS							
Medtronic PLC	D	2/20/2015	7/6/2016	\$ 4,346.46	\$ 3,835.39	\$ 511.07	
Sandisk Corp	D	2/20/2015	5/13/2016	\$ 3,813.49	\$ 4,105.00	\$ (291.51)	
Schwab US Broad Market ETF	D	2/20/2015	4/14/2016	\$ 9,974.39	\$ 10,211.09	\$ (236.70)	
Communications Sales	D	2/20/2015	4/14/2016	\$ 944.51	\$ 1,305.13	\$ (360.62)	
EMC Corp Mass	D	2/20/2015	8/22/2016	\$ 11,475.75	\$ 11,544.00	\$ (68.25)	
Erie Indemnity Co	D	2/20/2015	5/27/2016	\$ 4,856.32	\$ 4,609.50	\$ 246.82	
MSCI Japan ET	D	2/20/2015	4/14/2016	\$ 4,753.38	\$ 4,914.00	\$ (160.62)	
Joy Global Inc	D	2/20/2015	4/14/2016	\$ 2,793.04	\$ 6,628.50	\$ (3,835.46)	
Sandisk Corp	D	2/20/2015	5/13/2016	\$ 13,347.22	\$ 14,367.50	\$ (1,020.28)	
Schwab US Broad Market ETF	D	2/20/2015	4/14/2016	\$ 14,213.49	\$ 14,550.81	\$ (337.32)	
Windstream HLDGS Inc	D	2/20/2015	4/14/2016	\$ 268.84	\$ 416.47	\$ (147.63)	
TOTAL LONG-TERM						\$ (5,700.50)	
SHORT-TERM TRANSACTIONS							
Schwab International Equity E	P	12/16/2015	2/4/2016	\$ 24,597.90	\$ 26,986.16	\$ (2,388.26)	
Schwab US Broad Market ETF	P	12/17/2015	2/5/2016	\$ 25,330.91	\$ 28,200.00	\$ (2,869.09)	
Western Digital Corp	P	5/13/2016	5/16/2016	\$ 22.80	\$ 23.61	\$ (0.81)	
Axiall Corp	P	9/1/2015	8/31/2016	\$ 3,729.00	\$ 2,788.84	\$ 940.16	
Sandisk Corp	P	9/1/2015	5/13/2016	\$ 3,813.50	\$ 2,665.00	\$ 1,148.50	
TOTAL SHORT-TERM						\$ (3,169.50)	
CAPITAL GAINS DISTRIBUTIONS							
						\$ 15,391.00	
TOTAL CAPITAL GAIN OR LOSS						\$ 6,522.00	

The McWilliams Foundation

A NONPROFIT ORGANIZATION

60 14th Street, Wheeling, West Virginia 26003

GRANT APPLICATION

This Grant Application is meant to be simple and user-friendly. Brevity appreciated. But please do not hesitate to provide additional useful information in pdf attachments
Required pdf attachments (1) Bio/CV, (2) Project Budget, (3) Completed W9

PERSONAL/ORGANIZATIONAL NAME: Museums of Oglebay Institute

MAILING ADDRESS: 1330 National Road, Wheeling, WV 26003 PHYSICAL ADDRESS: Rt 88, Oglebay Resort
E-ADDRESS cbyrum@oionline.com SKYPE OR OTHER CONTACT: 304-242-7272 PH 304-242-7287 FAX
NAME OF NONPROFIT US CONDUIT (IF APPLICABLE): N/A

PROJECT TITLE: Exhibit "Behold the labour of my hands". Schoolgirl Samplers from the Collection of Dr. Betty Jane McWilliams

TOTAL PROJECT BUDGET: US \$5,000 AMOUNT BEING REQUESTED: US \$5,000
OTHER POTENTIAL AND/OR SECURED IN-KIND AND FINANCIAL SUPPORT (NAMES/ AMOUNTS): N/A

PROJECT DESCRIPTION: As artifacts from an earlier time, needlework samplers harbor the stories of their creators. Long after the children who labored over them have grown silent, their work lives on as witness to their lives. Once treasured as family "documents" and heirlooms, samplers are now highly prized by collectors as fine examples of the decorative arts, and as documentation of early American female education.

The collection of Dr. Betty Jane McWilliams spans the years of 1764 to 1839, when samplers were at their height in America. Young girls needed to learn the alphabet, numbers, and practical skills – oftentimes the needle was their teacher. The exhibition explores the educational purpose of samplers in the lives of young girls ages 6 to 18 primarily through one individual's remarkable collection of over thirty samplers. The exhibit will run from August of 2016 – January 2017, and there will be accompanying programming on textiles and needlework.

WHY DID YOU CREATE THIS PROJECT? The sampler collection of Dr. Betty Jane McWilliams was donated to the Museums of Oglebay Institute in 2015. The collection is an extraordinary representation of samplers created during the heyday of schoolgirl samplers in America from 1764-1853. They are remarkable in their range of patterns and needle skills, and demonstrate the educational role that samplers played in the lives of their young makers, ages seven to eighteen. It is appropriate to the museums' mission to exhibit this collection for the public.

HOW DOES THIS PROJECT FULFILL YOUR CHARITABLE PURPOSES AND MISSION? The Museums of Oglebay Institute collect, preserve and interpret the American Decorative Arts, primarily those that represent life in the Upper Ohio Valley, from 1740-1926. The McWilliams Sampler Collection is an exemplary addition to the museums' collection, and an ideal subject for an exhibition which fulfills our mission.

HOW WILL YOU EVALUATE THE SUCCESS OR FAILURE OF THIS PROJECT? The goal of the exhibition is to create awareness and appreciation of the role samplers played in early American female education. This will be evaluated both quantitatively (how many people visited the exhibition) and qualitatively (periodic written surveys by visitors – form attached).

"I CERTIFY THAT ALL THE ABOVE/ATTACHED INFORMATION IS ACCURATE AND THAT ALL FUNDS GRANTED WILL BE SPENT ONLY FOR TAX EXEMPT CHARITABLE PURPOSES, I PROMISE TO PROVIDE THE MCWILLIAMS FOUNDATION WITH PROOF OF EXPENDITURES/FINAL EVALUATION OF THE PROJECT; I PLEDGE THAT I AND MY ORGANIZATION WILL NOT USE ANY OF THESE FUNDS TO INFLUENCE LEGISLATION, INFLUENCE THE OUTCOME OF ANY ELECTION, OR CARRY ON ANY VOTER REGISTRATION DRIVES; AND I RECOGNIZE THAT, UPON ACCEPTANCE, THE APPLICATION BECOMES A BINDING CONTRACTUAL AGREEMENT."

ELECTRONIC SIGNATURE: Christin L. Byrum DATE: July 22, 2016

The McWilliams Foundation

A NONPROFIT ORGANIZATION

60 14th Street, Wheeling, West Virginia 26003

GRANT APPLICATION

This Grant Application is meant to be simple and user-friendly. Brevity appreciated. But please do not hesitate to provide additional useful information in pdf attachments. Required pdf attachments: (1) Bio/CV, (2) Project Budget, (3) Completed W9

PERSONAL/ORGANIZATIONAL NAME: Museums of Oglebay Institute

MAILING ADDRESS: 1330 National Road, Wheeling, WV 26003

E-ADDRESS: cbyrum@oionline.com SKYPE OR OTHER CONTACT: 304-242-7272

PROJECT TITLE: Restoration/Conservation of Three Oil Paintings

TOTAL PROJECT BUDGET: US \$9,500 AMOUNT BEING REQUESTED: US \$9,500

OTHER POTENTIAL AND/OR SECURED IN-KIND AND FINANCIAL SUPPORT (NAMES/ AMOUNTS): N/A

PROJECT DESCRIPTION: Three 19th-century oil paintings in the collection of The Museums of Oglebay Institute will receive conservation/restoration treatment: an 1831 portrait of Lydia Boggs Shepherd Cruger by renowned American portrait artist James Reid Lambdin; a painting of the National Road by Wheeling artist George W. Storm; and, a landscape featuring the National Road by an unknown artist. The three paintings are thematically linked and are displayed next to one another in the Mansion's Federal Dining Room period room. The work will be done by the Pennsylvania Art Conservatory.

WHY DID YOU CREATE THIS PROJECT? The proposed project activities are part of an on-going project to provide conservation/restoration work on significant paintings in the museum's collection.

HOW DOES THIS PROJECT FULFILL YOUR CHARITABLE PURPOSES AND MISSION? The Museums of Oglebay Institute have historically held the care of the collections as the highest of priorities. We have vigorously and proactively followed a course to sustain, protect and preserve the collections - including conservation assessments, risk assessments, and specialized consultations - that have laid the foundation for this proposed project.

HOW WILL YOU EVALUATE THE SUCCESS OR FAILURE OF THIS PROJECT? The completed conservation/restoration work that preserves and extends the life of significant artifacts in the collection that the Museum holds in trust for the public will be considered a success.

BUDGET:	Lambdin Portrait	\$3,500
	Storm Painting	\$2,700
	National Road Painting	\$2,100
	<u>Packing/Transit</u>	<u>\$1,200</u>
	Project Total	\$9,500

"I CERTIFY THAT ALL THE ABOVE/ATTACHED INFORMATION IS ACCURATE AND THAT ALL FUNDS GRANTED WILL BE SPENT ONLY FOR TAX EXEMPT CHARITABLE PURPOSES; I PROMISE TO PROVIDE THE MCWILLIAMS FOUNDATION WITH PROOF OF EXPENDITURES/FINAL EVALUATION OF THE PROJECT; I PLEDGE THAT I AND MY ORGANIZATION WILL NOT USE ANY OF THESE FUNDS TO INFLUENCE LEGISLATION, INFLUENCE THE OUTCOME OF ANY ELECTION, OR CARRY ON ANY VOTER REGISTRATION DRIVES; AND I RECOGNIZE THAT, UPON ACCEPTANCE, THE APPLICATION BECOMES A BINDING CONTRACTUAL AGREEMENT."

ELECTRONIC SIGNATURE: Christin L. Byrum

DATE: 12/11/2016