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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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2016 or tax year beginning

, and ending

Name of foundation <b>VA S E OBERDORFER CHAR TUW</b>			A Employer identification number <b>54-6033096</b>	
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117</b>		Room/suite	B Telephone number (see instructions) <b>(888) 730-4933</b>	
City or town, state or province, country, and ZIP or foreign postal code <b>Winston Salem NC 27101</b>		C If exemption application is pending, check here <input type="checkbox"/>		
Foreign country name Foreign province/state/county Foreign postal code		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>		
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 1,886,338</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	33,038	31,812		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	31,157			
b Gross sales price for all assets on line 6a <b>568,623</b>				
7 Capital gain net income (from Part IV, line 2)		31,157		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 <b>Total. Add lines 1 through 11</b>	<b>64,195</b>	<b>62,969</b>	<b>0</b>	
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc	25,674	19,256		6,418
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,236			1,236
c Other professional fees (attach schedule)	1,450			1,450
17 Interest				
18 Taxes (attach schedule) (see instructions)	327	327		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 <b>Total operating and administrative expenses. Add lines 13 through 23</b>	<b>28,687</b>	<b>19,583</b>	<b>0</b>	<b>9,104</b>
25 Contributions, gifts, grants paid	89,000			89,000
26 <b>Total expenses and disbursements. Add lines 24 and 25</b>	<b>117,687</b>	<b>19,583</b>	<b>0</b>	<b>98,104</b>
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-53,492			
b Net investment income (if negative, enter -0-)		43,386		
c <b>Adjusted net income (if negative, enter -0-)</b>			<b>0</b>	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2016)

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1 Cash—non-interest-bearing	547		
	2 Savings and temporary cash investments	75,120	96,804	96,804
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	1,736,011	1,659,498	1,789,534	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,811,678	1,756,302	1,886,338	
<b>Liabilities</b>	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 <b>Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here ▶</b> <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,811,678	1,756,302	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 <b>Total net assets or fund balances</b> (see instructions)	1,811,678	1,756,302		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	1,811,678	1,756,302		

**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	1,811,678
2 Enter amount from Part I, line 27a	2	-53,492
3 Other increases not included in line 2 (itemize) ▶ MF TIMING DIFFERENCE	3	467
4 Add lines 1, 2, and 3	4	1,758,653
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,351
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,756,302

**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.)
<b>1a</b>	See Attached Statement			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

  

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b>	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 }	<b>2</b>	31,157
<b>3</b>	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 }	<b>3</b>	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

<b>1</b> 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	100,017	1,980,215	0.050508
2014	97,531	2,097,450	0.046500
2013	94,381	2,001,448	0.047156
2012	95,878	1,894,493	0.050609
2011	90,270	1,947,452	0.046353

  

<b>2</b>	Total of line 1, column (d)	<b>2</b>	0.241126
<b>3</b>	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	<b>3</b>	0.048225
<b>4</b>	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	<b>4</b>	1,840,342
<b>5</b>	Multiply line 4 by line 3	<b>5</b>	88,750
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	434
<b>7</b>	Add lines 5 and 6	<b>7</b>	89,184
<b>8</b>	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	<b>8</b>	98,104

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
<b>b</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	<b>1</b>	434	
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0	
<b>3</b>	Add lines 1 and 2	<b>3</b>	434	
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	434	
<b>6</b>	<b>Credits/Payments</b>			
<b>a</b>	2016 estimated tax payments and 2015 overpayment credited to 2016	<b>6a</b>	531	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	250	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	781	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	0	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	347	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> <b>347</b> <b>Refunded</b>	<b>11</b>	0	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>VA</b>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	Yes	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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► WELLS FARGO BANK N A Telephone no. ► 888-730-4933			
Located at ► 100 N Main St MAC D4001-117 Winston Salem NC ZIP+4 ► 27101				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►		1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____	<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.)		2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 _____, 20 _____, 20 _____, 20 _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)		3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b	X



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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,812,319
<b>b</b>	Average of monthly cash balances	<b>1b</b>	56,049
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,868,368
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,868,368
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	<b>4</b>	28,026
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,840,342
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	92,017

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	92,017
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5	<b>2a</b>	434
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	434
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	91,583
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	91,583
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	91,583

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	98,104
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	98,104
<b>5</b>	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)	<b>5</b>	434
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	97,670

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				91,583
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			92,196	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011				
<b>b</b> From 2012				
<b>c</b> From 2013				
<b>d</b> From 2014				
<b>e</b> From 2015				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 98,104				
<b>a</b> Applied to 2015, but not more than line 2a			92,196	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2016 distributable amount				5,908
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				85,675
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012				
<b>b</b> Excess from 2013				
<b>c</b> Excess from 2014				
<b>d</b> Excess from 2015				
<b>e</b> Excess from 2016				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2016	(b) 2015	(c) 2014	(d) 2013	
				0
<b>b</b> 85% of line 2a				0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test—enter				
<b>(1)</b> Value of all assets				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
<b>c</b> "Support" alternative test—enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
<b>(3)</b> Largest amount of support from an exempt organization				0
<b>(4)</b> Gross investment income				0

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>				<b>3a</b> 89,000
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>				<b>3b</b> 0





**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

HEBREW FUND FOR THE AGED

**Street**

ATTN NEIL S KESSLER TROUTMAN SANDERS LLP PO BOX 1122

<b>City</b> RICHMOND	<b>State</b> VA	<b>Zip Code</b> 23218-1122	<b>Foreign Country</b>
<b>Relationship</b> NONE	<b>Foundation Status</b> NC		
<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT			<b>Amount</b> 11,125

**Name**

SHELTERING ARMS HOSPITAL

**Street**

8254 ATLEE ROAD

<b>City</b> MECHANICSVILLE	<b>State</b> VA	<b>Zip Code</b> 23116	<b>Foreign Country</b>
<b>Relationship</b> NONE	<b>Foundation Status</b> PC		
<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT			<b>Amount</b> 22,250

**Name**

CHILDRENS HOSPITAL

**Street**

C/O SAM WEIDMAN 2924 BROOK ROAD

<b>City</b> RICHMOND	<b>State</b> VA	<b>Zip Code</b> 23220	<b>Foreign Country</b>
<b>Relationship</b> NONE	<b>Foundation Status</b> PC		
<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT			<b>Amount</b> 22,250

**Name**

JEWISH FAMILY SERVICES

**Street**

TREASURER 6718 PATTERSON AVE

<b>City</b> RICHMOND	<b>State</b> VA	<b>Zip Code</b> 23226	<b>Foreign Country</b>
<b>Relationship</b> NONE	<b>Foundation Status</b> PC		
<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT			<b>Amount</b> 11,125

**Name**

THE VIRGINIA HOME

**Street**

ATTN TREASURER 1101 HAMPTON ST

<b>City</b> RICHMOND	<b>State</b> VA	<b>Zip Code</b> 23220	<b>Foreign Country</b>
<b>Relationship</b> NONE	<b>Foundation Status</b> PC		
<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT			<b>Amount</b> 22,250

**Name****Street**

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
<b>Relationship</b>	<b>Foundation Status</b>		
<b>Purpose of grant/contribution</b>			<b>Amount</b>

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss						
Long Term CG Distributions	34,112	Capital Gains/Losses	568,623						31,157					
Short Term CG Distributions	0	Other sales	0						0					
Description	CUSIP #	Check "X" if to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1 AQR MANAGED FUTURES STR	00203H859	X				7/12/2013	1/20/2016	1,388	1,313				0	75
2 AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	5/11/2016	19,143	23,847				0	-4,704
3 ARTISAN INTERNATIONAL FC	04314H402	X				11/13/2015	5/11/2016	1,924	1,983				0	-59
4 ARTISAN INTERNATIONAL FC	04314H402	X				1/22/2016	5/11/2016	2,454	2,526				0	-72
5 ARTISAN INTERNATIONAL FC	04314H402	X				12/28/2010	5/11/2016	6,472	4,971				0	1,501
6 ARTISAN INTERNATIONAL FC	04314H402	X				12/28/2010	8/24/2016	27,274	20,734				0	6,540
7 ARTISAN MID CAP FUND-INS	04314H600	X				9/18/2014	8/24/2016	7,164	8,258				0	-1,092
8 BLACKROCK GL LIS CREDIT	091936732	X				10/27/2015	1/20/2016	1,287	1,362				0	-75
9 CREDIT SUISSE COMM RET	22544R305	X				10/24/2011	8/24/2016	795	1,392				0	-597
10 CREDIT SUISSE COMM RET	22544R305	X				2/14/2012	8/24/2016	2,396	4,118				0	-1,722
11 CREDIT SUISSE COMM RET	22544R305	X				5/19/2012	8/24/2016	4,843	7,773				0	-2,930
12 CREDIT SUISSE COMM RET	22544R305	X				2/11/2013	8/24/2016	2,799	4,928				0	-2,129
13 CREDIT SUISSE COMM RET	22544R305	X				7/12/2013	8/24/2016	8,047	12,046				0	-3,999
14 CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	8/24/2016	2,544	3,736				0	-1,192
15 DODGE & COX INTL STOCK	256206103	X				12/28/2010	5/11/2016	5,680	5,942				0	-262
16 DODGE & COX INTL STOCK	256206103	X				12/28/2010	8/24/2016	35,133	32,505				0	2,628
17 DODGE & COX INCOME FD C	256210105	X				1/22/2015	1/20/2016	4,156	4,354				0	-196
18 DODGE & COX INCOME FD C	256210105	X				7/23/2015	1/20/2016	2,644	2,724				0	-80
19 DODGE & COX INCOME FD C	256210105	X				2/5/2013	4/20/2016	1,411	1,435				24	0
20 DODGE & COX INTL STOCK	256206103	X				11/13/2015	4/20/2016	5,488	5,686				0	-218
21 DODGE & COX INTL STOCK	256206103	X				12/28/2010	4/20/2016	114	109				0	5
22 DODGE & COX INCOME FD C	256210105	X				10/11/2013	8/24/2016	386	374				0	12
23 DODGE & COX INCOME FD C	256210105	X				4/24/2014	4/20/2016	462	469				7	0
24 DODGE & COX INCOME FD C	256210105	X				4/24/2014	8/24/2016	3,367	3,328				0	39
25 DODGE & COX INCOME FD C	256210105	X				7/23/2015	8/24/2016	21,324	20,835				0	489
26 EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	1/20/2016	1,368	1,401				0	-33
27 DODGE & COX INCOME FD C	256210105	X				2/28/2013	8/24/2016	1,444	1,450				0	6
28 DODGE & COX INCOME FD C	256210105	X				5/15/2014	8/24/2016	475	472				0	3
29 FID ADV EMER MKTS INC CL	315920702	X				7/23/2015	1/20/2016	2,454	2,666				0	-212
30 JP MORGAN MID CAP VALUE	339128100	X				7/23/2015	4/20/2016	5,647	5,995				0	-348
31 JP MORGAN MID CAP VALUE	339128100	X				7/23/2015	8/24/2016	746	750				0	-4
32 JP MORGAN MID CAP VALUE	339128100	X				6/18/2014	8/24/2016	4,381	4,435				0	-54
33 STERLING CAPITAL STRATT	85917K546	X				7/23/2015	5/11/2016	3,555	3,707				0	-152
34 STERLING CAPITAL STRATT	85917K546	X				6/18/2014	5/11/2016	16,427	17,865				0	-1,438
35 HARBOR CAPITAL APRTION	411511504	X				7/23/2015	4/20/2016	8,793	10,035				0	-1,242
36 HARBOR CAPITAL APRTION	411511504	X				8/28/2015	4/20/2016	10,778	11,538				0	-760
37 MFS VALUE FUND-CLASS I R	652883694	X				7/23/2015	4/20/2016	30,068	31,063				0	-995
38 MERGER FUND-INST F301	589520207	X				2/11/2013	1/20/2016	954	1,007				0	-53
39 MET WEST TOTAL RETURN B	592905509	X				1/22/2015	1/20/2016	7,715	7,931				0	-216
40 MET WEST TOTAL RETURN B	592905509	X				1/22/2015	8/24/2016	18,850	18,898				0	-48
41 ASG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	1/21/2016	2,113	2,380				0	-267
42 ASG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	8/24/2016	16,078	16,098				0	-20
43 NEUBERGER BERMAN LONG	64128R608	X				1/22/2015	1/20/2016	1,366	1,521				0	-155
44 NEUBERGER BERMAN LONG	64128R608	X				6/18/2014	8/24/2016	12,803	12,813				0	-10
45 OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	4/20/2016	11,624	13,349				0	-1,725
46 OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	8/24/2016	49,907	54,758				0	-4,852
47 OPPENHEIMER DEVELOPING	683974604	X				2/11/2013	8/24/2016	13,685	14,860				0	-1,175
48 OPPENHEIMER DEVELOPING	683974604	X				12/28/2010	8/24/2016	3,723	3,961				0	-238
49 BOSTON P LINGSHIRT RES-IN	74925K581	X				7/12/2013	1/20/2016	874	825				0	49
50 BOSTON P LINGSHIRT RES-IN	74925K581	X				7/12/2013	8/24/2016	5,377	4,712				0	665
51 T ROWE PRICE SHORT TERM	77957P105	X				8/10/2015	1/20/2016	2,548	2,570				0	-22
52 T ROWE PRICE SHORT TERM	77957P105	X				1/23/2014	4/20/2016	1,310	1,325				0	-15
53 T ROWE PRICE SHORT TERM	77957P105	X				8/10/2015	4/20/2016	20,491	20,545				0	-54
54 T ROWE PRICE SHORT TERM	77957P105	X				11/13/2015	4/20/2016	2,999	2,996				0	3
55 T ROWE PRICE REAL ESTAT	779919109	X				12/24/2015	4/20/2016	1,206	1,179				0	26
56 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/2/2011	1/20/2016	8,823	9,939				0	-1,116
57 SPDR DJ WILSHIRE INTERNA	78463X863	X				7/12/2013	1/20/2016	282	342				0	-60
58 SPDR DJ WILSHIRE INTERNA	78463X863	X				1/21/2014	1/20/2016	5,088	5,880				0	-792
59 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/8/2011	1/20/2016	8,904	9,943				0	-1,039
60 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/8/2011	4/20/2016	4,240	3,930				0	310
61 SPDR DJ WILSHIRE INTERNA	78463X863	X				2/8/2011	8/24/2016	257	236				0	21
62 VANGUARD REIT VIPER	822906553	X				7/21/2015	1/20/2016	4,472	4,789				0	-317
63 VANGUARD REIT VIPER	822906553	X				12/28/2010	1/20/2016	267	255				0	12
64 VANGUARD REIT VIPER	822906553	X				12/28/2010	4/20/2016	2,579	1,573				0	1,006
65 VANGUARD REIT VIPER	822906553	X				12/28/2010	8/24/2016	24,400	13,847				0	10,553
66 VANGUARD REIT VIPER	822906553	X				12/28/2010	10/3/2016	25,473	15,012				0	10,461
67 SPDR DJ WILSHIRE INTERNA	78463X863	X				12/28/2010	8/24/2016	8,123	7,323				0	800
68 SPDR DJ WILSHIRE INTERNA	78463X863	X				12/28/2010	10/3/2016	10,483	9,751				0	732
69 STERLING CAPITAL STRATT	85917K546	X				7/23/2015	4/20/2016	3,009	3,137				0	-128

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

		1,236	0	0	1,236
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
<b>1</b>	TAX PREP FEES	1,236			1,236

**Part I, Line 16c (990-PF) - Other Professional Fees**

		1,450	0	0	1,450
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	COMMISSIONER AND CLERK FEES	1,450			1,450

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

		327	327	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	327	327		

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

		1,736,011	1,659,498	1,789,534	
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	EATON VANCE GLOBAL MACRO - I		0	57,895	57,309
3	DODGE & COX INT'L STOCK FD 1048		0	60,624	67,260
4	AMER CENT SMALL CAP GRWTH INST 33		0	60,516	60,213
5	MFS VALUE FUND-CLASS I 893		0	185,060	231,363
6	JP MORGAN MID CAP VALUE-I 758		0	61,131	84,393
7	STERLING CAPITAL STRATTON SMALL CA		0	56,762	61,300
8	ASG GLOBAL ALTERNATIVES-Y 1993		0	38,332	35,024
9	VANGUARD REIT VIPER		0	16,722	27,070
10	AQR MANAGED FUTURES STR-I		0	57,448	52,710
11	VANGUARD INFLAT-PROT SECS-ADM 511		0	8,720	8,418
12	JPMORGAN HIGH YIELD FUND SS 3580		0	81,883	81,472
13	T ROWE PRICE INST FLOAT RATE 170		0	33,964	33,907
14	OPPENHEIMER DEVELOPING MKT-I 799		0	75,461	74,040
15	INV BALANCE RISK COMM STR-Y 861 1		0	19,222	18,943
16	BLACKROCK GL L/S CREDIT-INS #1833		0	69,216	68,348
17	SPDR DJ WILSHIRE INTERNATIONAL REA		0	26,785	25,076
18	ROBECO BP LNG/SHRT RES-INS		0	12,605	14,632
19	NEUBERGER BERMAN LONG SH-INS #183		0	33,907	33,963
20	CREDIT SUISSE COMM RT ST-CO 2156		0	23,424	19,690
21	DODGE & COX INCOME FD COM 147		0	73,491	75,458
22	HARBOR CAPITAL APRCORN-INST 2012		0	167,734	214,138
23	ARTISAN INTERNATIONAL FD I 662		0	50,861	60,934
24	MERGER FUND-INST #301		0	33,895	33,844
25	ARTISAN MID CAP FUND-INSTL 1333		0	78,000	76,394
26	MET WEST TOTAL RETURN BOND CL I 51		0	130,057	125,812
27	FID ADV EMER MKTS INC- CL I 607		0	110,241	110,868
28	T ROWE PRICE REAL ESTATE FD 122		0	35,542	36,955

### Part III (990-PF) - Changes in Net Assets or Fund Balances

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#### Line 3 - Other increases not included in Part III, Line 2

1	MF TIMING DIFFERENCE	1	467
2	Total	2	467

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

1	COST BASIS ADJUSTMENT	1	294
2	MF TIMING DIFFERENCE	2	1,188
3	PY RETURN OF CAPITAL ADJUSTMENT	3	869
4	Total	4	2,351

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

Long Term CG Distributions		Amount		34,112		534,511		0		31		537,497		-2,955		0		0		0		-2,955	
Short Term CG Distributions		0																					
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gain Minus Excess FMV Over Adj. Basis or Losses										
1 AOR MACROED S&P 500	060203H859		7/12/2013	1/20/2016	1,368		0	1,313	75	0	0	0	75										
2 AMER CENT SMALL CAP GRV	025083320		7/23/2015	5/11/2016	19,143		0	23,847	-4,704	0	0	0	-4,704										
3 ARTISAN INTERNATIONAL FD	04314H402		11/13/2015	5/11/2016	1,924		0	1,983	-59	0	0	0	-59										
4 ARTISAN INTERNATIONAL FD	04314H402		1/22/2016	5/11/2016	2,454		0	2,326	128	0	0	0	128										
5 ARTISAN INTERNATIONAL FD	04314H402		12/28/2010	5/11/2016	6,472		0	4,971	1,501	0	0	0	1,501										
6 ARTISAN INTERNATIONAL FD	04314H402		12/28/2010	8/24/2016	27,274		0	20,734	6,540	0	0	0	6,540										
7 ARTISAN MID CAP FUND-INS	04314H600		8/18/2014	8/24/2016	7,164		0	8,256	-1,092	0	0	0	-1,092										
8 BLACKROCK GL LS CREDIT	091936732		10/27/2015	1/20/2016	1,267		0	1,382	-95	0	0	0	-95										
9 CREDIT SUISSE COMM RET	2254AR305		10/24/2011	8/24/2016	795		0	1,392	-597	0	0	0	-597										
10 CREDIT SUISSE COMM RET	2254AR305		2/14/2012	8/24/2016	2,398		0	4,118	-1,720	0	0	0	-1,720										
11 CREDIT SUISSE COMM RET	2254AR305		5/10/2012	8/24/2016	4,843		0	7,773	-2,930	0	0	0	-2,930										
12 CREDIT SUISSE COMM RET	2254AR305		2/11/2013	8/24/2016	2,799		0	4,628	-1,829	0	0	0	-1,829										
13 CREDIT SUISSE COMM RET	2254AR305		7/12/2013	8/24/2016	6,047		0	12,046	-3,999	0	0	0	-3,999										
14 CREDIT SUISSE COMM RET	2254AR305		1/23/2014	8/24/2016	2,544		0	3,736	-1,192	0	0	0	-1,192										
15 DODGE & COX INTL STOCK	256206103		12/28/2010	5/11/2016	5,860		0	5,543	317	0	0	0	317										
16 DODGE & COX INTL STOCK	256206103		12/28/2010	8/24/2016	35,133		0	32,808	2,325	0	0	0	2,325										
17 DODGE & COX INCOME FD C	256210105		12/22/2015	1/20/2016	4,156		0	4,354	-198	0	0	0	-198										
18 DODGE & COX INCOME FD C	256210105		7/23/2015	1/20/2016	2,644		0	2,724	-80	0	0	0	-80										
19 DODGE & COX INCOME FD C	256210105		2/5/2013	4/20/2016	1,411		24	1,435	0	0	0	0	0										
20 DODGE & COX INTL STOCK	256206103		11/13/2015	4/20/2016	5,488		0	5,686	-218	0	0	0	-218										
21 DODGE & COX INTL STOCK	256206103		12/28/2010	4/20/2016	114		0	109	5	0	0	0	5										
22 DODGE & COX INCOME FD C	256210105		10/11/2013	8/24/2016	396		0	374	12	0	0	0	12										
23 DODGE & COX INCOME FD C	256210105		4/24/2014	4/20/2016	462		7	569	-107	0	0	0	-107										
24 DODGE & COX INCOME FD C	256210105		4/24/2014	8/24/2016	3,367		0	3,326	41	0	0	0	41										
25 DODGE & COX INCOME FD C	256210105		7/23/2015	8/24/2016	21,324		0	20,835	489	0	0	0	489										
26 EATON VANCE GLOBAL MAC	277823728		10/27/2015	1/20/2016	1,368		0	1,401	-33	0	0	0	-33										
27 DODGE & COX INCOME FD C	256210105		2/26/2013	8/24/2016	1,450		0	1,444	6	0	0	0	6										
28 DODGE & COX INCOME FD C	256210105		5/15/2014	8/24/2016	475		0	472	3	0	0	0	3										
29 FID ADV EMER MKT S INC CL	315920702		7/23/2015	1/20/2016	2,454		0	2,666	-212	0	0	0	-212										
30 JP MORGAN MID CAP VALUE	339128100		7/23/2015	4/20/2016	5,847		0	5,995	-348	0	0	0	-348										
31 JP MORGAN MID CAP VALUE	339128100		7/23/2015	8/24/2016	2,485		0	2,590	-105	0	0	0	-105										
32 JP MORGAN MID CAP VALUE	339128100		6/18/2014	8/24/2016	4,381		0	4,436	-54	0	0	0	-54										
33 STERLING CAPITAL STRATTS	85917K548		7/23/2015	5/11/2016	3,555		0	3,707	-152	0	0	0	-152										
34 STERLING CAPITAL STRATTS	85917K548		6/18/2014	5/11/2016	16,427		0	17,965	-1,438	0	0	0	-1,438										
35 HARBOR CAPITAL APCTRION	411511504		7/23/2015	4/20/2016	8,793		0	10,035	-1,242	0	0	0	-1,242										
36 HARBOR CAPITAL APCTRION	411511504		8/28/2015	4/20/2016	10,776		0	11,536	-758	0	0	0	-758										
37 MFS VALUE FUND-CLASS I #	552863694		7/23/2015	4/20/2016	30,068		0	31,083	-1,015	0	0	0	-1,015										
38 MERGER FUND-INST #301	569509207		2/11/2013	1/20/2016	954		0	1,007	-53	0	0	0	-53										
39 MET WEST TOTAL RETURN F	592905509		1/22/2015	1/20/2016	7,715		0	7,931	-216	0	0	0	-216										
40 MET WEST TOTAL RETURN F	592905509		1/22/2015	8/24/2016	18,950		0	19,998	-52	0	0	0	-52										
41 ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	1/21/2016	2,115		0	2,380	-267	0	0	0	-267										
42 ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	8/24/2016	16,078		0	18,906	2,828	0	0	0	2,828										
43 NEUBERGER BERMAN LONG	64128R608		1/22/2015	1/20/2016	1,396		0	1,521	-125	0	0	0	-125										
44 NEUBERGER BERMAN LONG	64128R608		6/18/2014	8/24/2016	12,803		0	12,913	-110	0	0	0	-110										
45 OPPENHEIMER DEVELOPING	683974604		1/23/2014	4/20/2016	11,624		0	13,749	-1,725	0	0	0	-1,725										
46 OPPENHEIMER DEVELOPING	683974604		1/23/2014	8/24/2016	49,907		0	54,559	-4,652	0	0	0	-4,652										
47 OPPENHEIMER DEVELOPING	683974604		2/11/2013	8/24/2016	13,695		0	14,980	-1,165	0	0	0	-1,165										
48 OPPENHEIMER DEVELOPING	683974604		12/28/2010	8/24/2016	3,723		0	3,981	-258	0	0	0	-258										
49 BOSTON P LONG/SHRT RES-IF	74925K581		7/12/2013	1/20/2016	874		0	828	46	0	0	0	46										
50 BOSTON P LONG/SHRT RES-IF	74925K581		7/12/2013	8/24/2016	5,377		0	4,712	665	0	0	0	665										
51 T ROWE PRICE SHORT TERM	77957P105		6/10/2015	1/20/2016	2,548		0	2,570	-22	0	0	0	-22										
52 T ROWE PRICE SHORT TERM	77957P105		1/23/2014	4/20/2016	1,310		0	1,325	-15	0	0	0	-15										
53 T ROWE PRICE SHORT TERM	77957P105		6/10/2015	4/20/2016	20,481		0	20,545	-64	0	0	0	-64										
54 T ROWE PRICE SHORT TERM	77957P105		11/13/2015	4/20/2016	2,999		0	2,996	3	0	0	0	3										
55 T ROWE PRICE REAL ESTAT	779819109		12/24/2015	4/20/2016	1,205		0	1,179	26	0	0	0	26										
56 SPDR DJ VILSHIRE INTERNA	78463X963		2/2/2011	1/20/2016	8,623		0	9,636	-1,013	0	0	0	-1,013										
57 SPDR DJ VILSHIRE INTERNA	78463X963		7/10/2013	1/20/2016	40		0	322	-40	0	0	0	-40										
58 SPDR DJ VILSHIRE INTERNA	78463X963		1/21/2014	1/20/2016	5,089		0	5,880	-812	0	0	0	-812										
59 SPDR DJ VILSHIRE INTERNA	78463X963		2/8/2011	1/20/2016	8,904		0	9,943	-1,039	0	0	0	-1,039										
60 SPDR DJ VILSHIRE INTERNA	78463X963		2/8/2011	4/20/2016	4,240		0	3,830	310	0	0	0	310										
61 SPDR DJ VILSHIRE INTERNA	78463X963		2/8/2011	8/24/2016	257		0	236	21	0	0	0	21										
62 VANGUARD REIT VIPER	922908553		7/21/2015	1/20/2016	4,472		0	4,762	-290	0	0	0	-290										
63 VANGUARD REIT VIPER	922908553		12/28/2010	1/20/2016	367		0	255	112	0	0	0	112										
64 VANGUARD REIT VIPER	922908553		12/28/2010	4/20/2016	2,579		0	1,573	1,006	0	0	0	1,006										
65 VANGUARD REIT VIPER	922908553		12/28/2010	8/24/2016	24,409		0	13,947	10,463	0	0	0	10,463										
66 VANGUARD REIT VIPER	922908553		12/28/2010	1/20/2016	25,473		0	25,473	0	0	0	0	0										
67 SPDR DJ VILSHIRE INTERNA	78463X963		12/28/2010	8/24/2016	8,123		0	7,323	800	0	0	0	800										
68 SPDR DJ VILSHIRE INTERNA	78463X963		12/28/2010	1/20/2016	10,483		0	9,751	732	0	0	0	732										
69 STERLING CAPITAL STRATTS	85917K548		7/23/2015	4/20/2016	3,009		0	3,137	-128	0	0	0	-128										

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

											25,674	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	Wells Fargo Bank N A Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	25,674			

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

	Date		Amount
1 Credit from prior year return		1	531
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	531

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year . . .	1	92,196
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	92,196

**Expenditure Responsibility Statement  
for the year 2016**

**Pursuant to Treasury Regulation § 53.4945-5(d)(2), the Foundation provides the following information:**

- (i) **The name and address of the grantee:**  
Hebrew Home for the Aged of Richmond Virginia  
Post Office Box 1122  
Richmond, VA 23218-1122
- (ii) **The date(s) and amount(s) of the grant(s):**
- |          |               |
|----------|---------------|
| 01/22/16 | \$ 2,625.00   |
| 04/22/16 | 2,625.00      |
| 07/22/16 | 2,625.00      |
| 10/22/16 | 2,625.00      |
| 12/24/16 | <u>625.00</u> |
| TOTAL    | \$11,125.00   |
- (iii) **The specific purpose(s) of the grant(s):**  
Per document, funds are to be used by the organization to operate as a charity and take care of the aged and infirm of Richmond, Virginia.
- (iv) **The amounts expended by the grantee (based upon the most recent report received from the grantee):**  
The grantee reported that the funds were used for the purpose intended.
- (v) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):**  
To the Foundation's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vi) **The dates of report(s) received from the grantee:**  
8/21/2017
- (vii) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:**  
8/21/2017  
The Foundation has no reason to doubt the accuracy or reliability of information supplied by the grantee; therefore, the Foundation did not undertake or direct independent verification.