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Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation RUFUS SWITZER TRUST R72841001 C/O CITY NATIONAL BANK		A Employer identification number 55-6014721
Number and street (or P O box number if mail is not delivered to street address) 1900 THIRD AVENUE	Room/suite	B Telephone number 304-526-6219
City or town, state or province, country, and ZIP or foreign postal code HUNTINGTON, WV 25703		C If exemption application is pending, check here <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 type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,782,648.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		8,398.	8,398.		STATEMENT 1
4 Dividends and interest from securities		41,105.	41,105.		STATEMENT 2
5a Gross rents		3,075.	3,075.		STATEMENT 3
b Net rental income or (loss) 3,075.					
6a Net gain or (loss) from sale of assets not on line 10		56,794.			
b Gross sales price for all assets on line 6a 1,542,065.					
7 Capital gain net income (from Part IV, line 2)			56,794.		
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)					
11 Other income		4,956.	0.		STATEMENT 4
12 Total. Add lines 1 through 11		114,328.	109,372.		
13 Compensation of officers, directors, trustees, etc.		15,276.	11,457.		3,819.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 5		233.	233.		0.
b Accounting fees STMT 6		1,110.	1,110.		0.
c Other professional fees STMT 7		9,000.	9,000.		0.
17 Interest					
18 Taxes STMT 8		4,720.	4,720.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 9		2,144.	2,144.		0.
24 Total operating and administrative expenses Add lines 13 through 23		32,483.	28,664.		3,819.
25 Contributions, gifts, grants paid		206,189.			206,189.
26 Total expenses and disbursements Add lines 24 and 25		238,672.	28,664.		210,008.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-124,344.			
b Net investment income (if negative, enter -0-)			80,708.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			25,677.	25,677.
	2	Savings and temporary cash investments		279,833.	228,719.	228,376.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 11	0.	148,868.	144,938.	
	b	Investments - corporate stock STMT 12	2,397,851.	1,870,831.	2,235,806.	
	c	Investments - corporate bonds STMT 13	514,434.	802,571.	799,848.	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other STMT 14	6,973.	6,973.	348,003.	
14		Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,199,091.	3,083,639.	3,782,648.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	3,199,091.	3,083,639.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.		
	30	Total net assets or fund balances	3,199,091.	3,083,639.		
31	Total liabilities and net assets/fund balances	3,199,091.	3,083,639.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,199,091.
2	Enter amount from Part I, line 27a	2	-124,344.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	8,892.
4	Add lines 1, 2, and 3	4	3,083,639.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,083,639.

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 STATEMENTS			
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 1,542,065.		1,485,271.	56,794.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			56,794.

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	56,794.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	190,675.	3,926,683.	.048559
2014	188,751.	4,219,612.	.044732
2013	186,268.	4,118,029.	.045232
2012	192,063.	3,930,060.	.048870
2011	228,949.	4,038,057.	.056698

2 Total of line 1, column (d)	2	.244091
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	.048818
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,701,344.
5 Multiply line 4 by line 3	5	180,692.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	807.
7 Add lines 5 and 6	7	181,499.
8 Enter qualifying distributions from Part XII, line 4	8	210,008.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	807.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	807.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	807.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 2,200.	7	2,200.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	1,393.
7 Total credits and payments. Add lines 6a through 6d		11	393.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 1,000. Refunded <input checked="" type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> WV		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► CITY NATIONAL BANK Telephone no. ► 304-526-6219 Located at ► 1900 THIRD AVENUE, HUNTINGTON, WV ZIP+4 ► 25703		
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	0.
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► , , , b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) N/A	3b	
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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

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

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

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

(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
CITY NATIONAL BANK OF WV 1900 THIRD AVENUE HUNTINGTON, WV 25703	TRUSTEE 2.00	15,276.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part 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	2,818,863.
b	Average of monthly cash balances	1b	590,844.
c	Fair market value of all other assets	1c	348,003.
d	Total (add lines 1a, b, and c)	1d	3,757,710.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,757,710.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,366.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,701,344.
6	Minimum investment return. Enter 5% of line 5	6	185,067.

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	185,067.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	807.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	807.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	184,260.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	184,260.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	184,260.

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	210,008.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	210,008.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	807.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	209,201.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				184,260.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	11,763.			
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	11,763.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$	210,008.			
a Applied to 2015, but not more than line 2a			0.	
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				184,260.
e Remaining amount distributed out of corpus	25,748.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	37,511.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	11,763.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	25,748.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016	25,748.			

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

b 85% of line 2a

d Amounts included in line 2c not used directly for active conduct of exempt activities

Subtract line 2d from line 2c

a "Assets" alternative test - enter:
(1) Value of all assets

(2) Value of assets qualifying under section 4942(i)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV

1 Information Regarding Foundation Managers:

year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

other entity) of which the foundation has a 10% or greater interest.

NONE

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

the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CABELL COUNTY BOARD OF EDUCATION 2850 FIFTH AVENUE HUNTINGTON, WV 25702	NONE	PC	GENERAL	1,000.
HUNTINGTON CLINICAL FDN C/O H MORGAN PO BOX 117 HUNTINGTON, WV 25706	NONE	PC	GENERAL	64,746.
HUNTINGTON MUSEUM OF ART INC. 2033 MCCOY ROAD HUNTINGTON, WV 25701-4999	NONE	PC	GENERAL	140,443.
Total			3a	206,189.
b Approved for future payment				
NONE				
Total			3b	0.

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Part XVI-A

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	8,398.		
4 Dividends and interest from securities			14	41,105.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property			16	3,075.		
6 Net rental income or (loss) from personal property						
7 Other investment income	211110					
8 Gain or (loss) from sales of assets other than inventory			18	56,794.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a FEDERAL TAX REFUND						4,956.
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		109,372.		4,956.
13 Total. Add line 12, columns (b), (d), and (e)					13	114,328.

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

Part XVI-B[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 | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[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
N/A		

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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	 Signature of officer or trustee		First VP + STO Date 5/11/2017		First VP + STO Title	
Paid Preparer Use Only	Print/Type preparer's name JEFFREY S. COOPER		Preparer's signature 		Check <input checked="" type="checkbox"/> if self-employed Date 5/8/17	
	Firm's name ▶ DUNN, COOPER, ADKINS & REYNOLDS, CPAS					PTIN P00098119
	Firm's address ▶ 717 SIXTH AVENUE HUNTINGTON, WV 25701					Firm's EIN ▶ 55-0757318 Phone no. 304-523-8299

Form **990-PF** (2016)

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	3423.012 SHS ASTON FDS FAIRPNT MIDCAP	P	07/15/15	04/08/16
b	5627.098 SHS ARTISAN PTRNS FDS INC INTL VAL	P	07/23/15	04/08/16
c	3368.168 SHS ARTISAN PTRNS FDS INC INTL FD	P	07/23/15	04/08/16
d	1879.000 SHS COLUMBIA FDS SER TR II	P	07/15/15	03/01/16
e	5000.883 SHS COLUMBIA FDS SER TR II	P	07/15/15	04/08/16
f	7346.024 SHS CREDIT SUISSE COMMODITY RETU COM	P	07/15/15	04/18/16
g	5991.446 SHS FUNDVANTAGE TR GTHM ABS	P	07/15/15	04/08/16
h	5330.662 SHS GATEWAY TR GATEWAY FD	P	07/15/15	04/08/16
i	14983.789 SHS GOLDMAN SCHS STRATEGIC INCOME FD	P	07/15/15	04/08/16
j	194.000 SHS ETF I-SHARES TRUST EAFE INDEX FD	P	06/26/15	03/01/16
k	8000.000 SHS JPMORGAN TR I GL RES ENH	P	07/24/15	03/01/16
l	17476.445 SHS JPMORGAN SHORT DURATION BD FD	P	07/24/15	04/08/16
m	3196.423 SHS JPMORGAN TR II MDCP GRW SELECT	P	07/24/15	04/08/16
n	25000.000 SHS L-3 COMMUNICATIONS	P	04/13/16	12/30/16
o	4917.049 SHS MATTHEWS INTL FDS ASIA DIV	P	07/15/15	03/01/16

(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 120,490.		100,620.	19,870.
b 176,466.		145,580.	30,886.
c 92,321.		101,405.	-9,084.
d 17,230.		23,699.	-6,469.
e 48,209.		63,073.	-14,864.
f 33,424.		43,415.	-9,991.
g 74,234.		77,050.	-2,816.
h 156,615.		145,297.	11,318.
i 140,548.		158,229.	-17,681.
j 10,659.		11,066.	-407.
k 135,440.		132,755.	2,685.
l 190,318.		186,823.	3,495.
m 84,034.		55,117.	28,917.
n 25,081.		24,938.	143.
o 73,215.		75,511.	-2,296.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			19,870.
b			30,886.
c			-9,084.
d			-6,469.
e			-14,864.
f			-9,991.
g			-2,816.
h			11,318.
i			-17,681.
j			-407.
k			2,685.
l			3,495.
m			28,917.
n			143.
o			-2,296.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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	683.920 SHS GABS CWHEQ	P	10/18/16	11/15/16
b	536.470 SHS GABS CWHEQ	P	10/18/16	12/15/16
c	25000.000 SHS FEDERAL FARM CR BKS DEB	P	04/13/16	11/01/16
d	786.782 SHS DODGE & COX INTERNATIONAL STOCK FD	P	07/15/15	12/21/16
e	1345.533 SHS JPMORGAN TR I GL RES ENH IDX	P	07/24/15	10/07/16
f	3213.299 SHS JPMORGAN TR II CORE BD SELECT	P	08/28/12	04/08/16
g	1803.969 SHS NEUBERGER BERMAN EQUITY FDS MULCAP	P	07/15/15	12/21/16
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

(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 684.		626.	58.
b 536.		491.	45.
c 25,000.		25,000.	0.
d 30,000.		33,638.	-3,638.
e 25,000.		22,328.	2,672.
f 38,045.		37,210.	835.
g 30,000.		21,400.	8,600.
h 14,516.			14,516.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			58.
b			45.
c			0.
d			-3,638.
e			2,672.
f			835.
g			8,600.
h			14,516.
i			
j			
k			
l			
m			
n			
o			

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	56,794.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ABBVIE INC	273.	273.	
ALLY BK MIDVALE UT CD	301.	301.	
AMERISOURCEBERGEN SR NOTE	165.	165.	
AT& T INC GLBL NT	239.	239.	
BB&T GLOBAL BK	8.	8.	
CAPITAL ONE BANK NATL ASSN	195.	195.	
CB BANK OF AMERICA CORP BD	336.	336.	
COMMONWEALTH FING AUTH PA	473.	473.	
CONOCOPHILLIPS CO	91.	91.	
DEPARTMENT OF TREASURY	28.	28.	
EBAY INC	215.	215.	
EMC CORP	633.	633.	
FEDERAL FARM CR BKS	265.	265.	
FEDERAL HOME LOAN BANK	250.	250.	
FORD MOTOR CREDIT CO	132.	132.	
GABS CWHEQ	28.	28.	
GENERAL ELEC CO PERP PFD	159.	159.	
GOLDMAN SACHS GRP INC	250.	250.	
HERCULES CAPITAL INC SR	391.	391.	
JP MORGAN CHASE COML MTG SEC	649.	649.	
KOHL'S CORP	201.	201.	
KROGER CO	-30.	-30.	
L-3 COMMUNICATIONS SR	263.	263.	
MCKESSON CORP	-51.	-51.	
MICROSOFT CORP	-63.	-63.	
MONSANTO CO NEW SR NT	-12.	-12.	
MOTOROLA SOLUTIONS	539.	539.	
MSBC USA INC SR NOTE	204.	204.	
NCP INC	219.	219.	
NETAPP INC	645.	645.	
NORFOLK SOUTHERN CORP NOTES	423.	423.	
RYDER SYSTEM INC	291.	291.	
SYSCO CORP SR NT	-98.	-98.	
TEVA PHARMACEUTICAL SR NT	-50.	-50.	
USB CAPTIAL IX NORMAL INC	336.	336.	
WELLS FARGO & CO	500.	500.	
TOTAL TO PART I, LINE 3	8,398.	8,398.	

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT

2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABBVIE INC	57.	0.	57.	57.	
BB&T CORP	307.	0.	307.	307.	
CAMPBELL SOUP CO	35.	0.	35.	35.	
CHARLES SCWAB PFD	327.	0.	327.	327.	
CHICAGO WRIDGE & IRON CO	12.	0.	12.	12.	
COCA COLA	53.	0.	53.	53.	
CONSOLIDATED EDISON INC	67.	0.	67.	67.	
CVS HEALTH CORP	43.	0.	43.	43.	
DBX ETF TR	1,835.	0.	1,835.	1,835.	
DODGE & COX INTERNATIONAL	6,301.	2,458.	3,843.	3,843.	
DOUBLELINE TOTAL RETURN BD	2,714.	0.	2,714.	2,714.	
EATON VANCE GLOBAL MARCO	2,044.	0.	2,044.	2,044.	
EFT I-SHARES TRUST EAFE	1,771.	0.	1,771.	1,771.	
EMERSON ELEC CO	48.	0.	48.	48.	
EXXON MOBILE CORP	75.	0.	75.	75.	
FEDERATED GOVERNMENT OBLIG	25.	0.	25.	25.	
FEDERATED PRIME VAL OBL FD	726.	0.	726.	726.	
GATEWAY TR	801.	0.	801.	801.	
GENERAL ELEC CO PERP PFD SER	315.	0.	315.	315.	
GILEAD SCIENCES INC	59.	0.	59.	59.	
GOLDMAN SACHS STRATEGIC	1,408.	0.	1,408.	1,408.	
HARTFORD MUT FDS INC CAPITAL	760.	0.	760.	760.	
I SHARES RUSSELL MID-CAP	2,164.	0.	2,164.	2,164.	
INTEL CORP COM	78.	0.	78.	78.	
JOHNSON & JOHNSON COM	40.	0.	40.	40.	
JP MORGAN TR I US LARGE CAP	6,805.	6,320.	485.	485.	
JPMORGAN INTREPID AMERICAS FD	2,452.	1,746.	706.	706.	
JPMORGAN SHORT DURATION	367.	0.	367.	367.	
JPMORGAN TR I	2,936.	0.	2,936.	2,936.	

JPMORGAN TR II	212.	0.	212.	212.
KELLOGG CO COM	65.	0.	65.	65.
LOWES COS INC COM	35.	0.	35.	35.
MCDONALDS CORP COM	47.	0.	47.	47.
NEUBERGER BERMAN				
EQUITY FDS MULCAP	5,285.	3,992.	1,293.	1,293.
NEXTERA ENERGY	476.	0.	476.	476.
PFIZER INC COM	60.	0.	60.	60.
PHILLIPS66 COM	63.	0.	63.	63.
SELECT SECTOR SPDR				
TRU SBI	8.	0.	8.	8.
SPDR S&P 500 ETF				
TR TR UNIT	14,671.	0.	14,671.	14,671.
UNITED				
TECHNOLOGIES CORP	33.	0.	33.	33.
WASTE MGMT INC DEL				
COM	41.	0.	41.	41.
TO PART I, LINE 4	55,621.	14,516.	41,105.	41,105.

FORM 990-PF	RENTAL INCOME	STATEMENT	3
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
MINERAL INTEREST - LINCOLN CO LOT 6 PIKE BARRETT	1	392.
MINERAL INTEREST - PUTNAM CO LOT 3 OF PICK BARRETT PARTITION	2	1,028.
MINTERAL INTEREST - PUTNAM CO - LOT 2 PIKE BARRETT PARTITION	3	1,655.
TOTAL TO FORM 990-PF, PART I, LINE 5A		3,075.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	4,956.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,956.	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL - FRAZIER & OXLEY LC	233.	233.		0.
TO FM 990-PF, PG 1, LN 16A	233.	233.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION - DUNN COOPER ADKINS & REYNOLDS	1,110.	1,110.		0.
TO FORM 990-PF, PG 1, LN 16B	1,110.	1,110.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GADDY ENGINEERING	9,000.	9,000.		0.
TO FORM 990-PF, PG 1, LN 16C	9,000.	9,000.		0.

FORM 990-PF	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAXES	4,720.	4,720.		0.
TO FORM 990-PF, PG 1, LN 18	4,720.	4,720.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE INSURANCE	2,144.	2,144.		0.
TO FORM 990-PF, PG 1, LN 23	2,144.	2,144.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
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DESCRIPTION	AMOUNT
ACCRUED INTEREST TAXED IN CURRENT TAX YEAR	8,892.
TOTAL TO FORM 990-PF, PART III, LINE 3	8,892.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	11
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL HOME LOAN BANK	X		50,000.	48,948.
GAGS CWHEQ	X		24,240.	23,534.
COMMONWEALTH FING AUTH PA		X	25,000.	24,056.
WEST VIRGINIA ECON DEV AUTH		X	49,628.	48,400.
TOTAL U.S. GOVERNMENT OBLIGATIONS			74,240.	72,482.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			74,628.	72,456.
TOTAL TO FORM 990-PF, PART II, LINE 10A			148,868.	144,938.

FORM 990-PF

CORPORATE STOCK

STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBVIE INC	6,347.	6,262.
ALPHABET INC	8,100.	7,925.
AT&T INC	6,232.	6,380.
AUTOMATIC DATA PROCESSING INCOM	8,764.	10,278.
BRISTOL MYERS SQUIBB CO	5,477.	5,844.
CAMPBELL SOUP CO	5,385.	6,047.
CHICAGO BRIDGE & IRON CO	9,232.	9,525.
COCA COLA CO	10,427.	10,365.
COLGATE PALMOLIVE CO	6,638.	6,544.
CONSOLIDATED EDISON INC	7,263.	7,368.
CVS HEALTH CORP	8,619.	7,891.
DISNEY WALT CO	14,350.	15,633.
DUKE ENERGY CORP	7,254.	7,374.
EMERSON ELEC CO	5,251.	5,575.
EXXON MOBILE CORP	12,290.	12,636.
FACEBOOK INC	5,974.	5,753.
FOOT LOCKER INC	7,564.	7,089.
GENERAL ELEC CO	10,665.	11,060.
GILEAD SCIENCES INC.	9,617.	8,951.
GLAXOSMITHKLINE PLC	3,862.	3,851.
INTEL CORP	14,203.	14,508.
JOHNSON & JOHNSON	5,942.	5,761.
KELLOGG CO	9,495.	9,214.
LOWES COS INC	16,390.	16,002.
MCDONALDS CORP	11,845.	12,172.
MDU RESOURCES GROUP	2,502.	2,877.
NEXTERA ENERGY INC	8,915.	8,960.
ORACLE CORP	3,922.	3,845.
PFIZER INC	13,222.	12,992.
PHILLIPS 66	7,947.	8,641.
PROCTER & GAMBLE CO	8,276.	8,408.
SOUTHERN CO	4,880.	4,919.
SYSCO CORP SR NOTE	4,792.	5,537.
TARGET CORP	7,658.	7,223.
UNITED TECHNOLOGIES CORP	10,536.	10,962.
US BANKCORP DEL COM	4,290.	5,137.
VERIZON COMMUNICATIONS	10,169.	10,676.
VISA INC	6,675.	6,632.
WASTE MANAGEMENT INC DEL COM	6,249.	7,091.
BB&T	7,500.	7,287.
CHARLES SCHWAB PFD	7,500.	7,497.
ENTERGY MS	12,500.	10,565.
HERCULES CAPITAL INC	12,415.	12,700.
NEXTERA ENERGY	18,750.	16,560.
SOUTHERN CO	12,500.	10,910.
DBX ETF TR	77,056.	71,834.
DODGE & COX INTERNATIONAL	159,527.	142,161.

DOUBLELINE TOTAL RETURN BD	75,132.	72,289.
EATON BANCE GLOBAL MARCO	57,040.	54,739.
ETF ISHARES TRUST EAFE	57,042.	57,730.
HARTFORD MUT FDS INC	114,850.	116,396.
ISHARES RUSSELL MID CAP	39,895.	125,917.
JP MORGAN TR I US LARGE CAP CORE	103,537.	143,889.
JP MORGAN INTREPID AMERICAN FD	33,500.	64,596.
JPMORGAN TR 1	117,106.	132,106.
NEUBERGER BERMAN EQUITY FDS	84,178.	116,655.
SELECT SECTOR SPDR TR	6,444.	6,394.
SPDR S&P 500 ETF TR	557,140.	741,673.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,870,831.	2,235,806.

FORM 990-PF	CORPORATE BONDS	STATEMENT 13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBVIE INC	24,856.	24,491.
AMERISOURCEBERGEN SR	24,986.	24,991.
AT&T	19,947.	19,176.
BB&T	24,968.	24,722.
CAPITAL ONE BANK NATL ASSN	24,990.	24,982.
CB BANK OF AMERICA CORP BD	44,953.	45,104.
CONOCOPHILLIPS CO	29,926.	29,847.
EBAY	24,732.	24,989.
EMC CORP	49,240.	49,446.
FORD MOTOR	24,973.	25,002.
GENERAL ELEC CO	14,453.	14,738.
GOLDMAN SACHS	25,000.	24,138.
HCP INC	49,940.	50,067.
HSBC USE INC	24,938.	24,994.
JP MORGAN CHASE COML	25,125.	24,784.
KOHL'S CORP	24,675.	24,714.
KROGER CO	24,915.	24,620.
MCKESSON CORP	50,000.	49,797.
MICROSOFT CORP	29,904.	28,674.
MONSANTO CO	25,006.	24,981.
MOTOROLA SOLUTIONS	24,660.	25,269.
NETAPP INC	24,850.	25,391.
NORFOLD SOUTHER CORP	25,000.	25,279.
RYDER SYSTEM INC	24,903.	25,139.
SYSCO CORP SR NOTE	25,000.	24,918.
TEVA PHARMACEUTICAL SR NOTE	25,005.	24,796.
USB CAPITAL IX NORMAL INC	15,626.	16,425.
WELLS FARGO & CO FX/FLT SR	50,000.	48,374.
TOTAL TO FORM 990-PF, PART II, LINE 10C	802,571.	799,848.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
588 ACRES PUTNAM COUNTY WV	COST	6,970.	348,000.
MINERAL INTEREST - 175 AC LOT PIKE	COST		
LINCOLN CTY		1.	1.
MINERAL INTEREST - 588 AC LOT PIKE	COST		
PUTNAM CTY		1.	1.
MINERAL INTEREST - LOT 2 PIKE	COST		
PUTNAM CTY		1.	1.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,973.	348,003.