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## Return of Private Foundation

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

OMB No 1545-0052

2016

Department of the Treasury  
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.  
Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation <b>SHIRLEY SHULTZ CHARITABLE TRUST</b> <b>R73190002</b>		A Employer identification number <b>55-6101141</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1900 THIRD AVENUE</b>	Room/suite	B Telephone number <b>304-526-6208</b>
City or town, state or province, country, and ZIP or foreign postal code <b>HUNTINGTON, WV 25703</b>		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 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		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) \$ <b>3,285,746.</b>	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		8,118.	8,118.		STATEMENT 1
4 Dividends and interest from securities		34,762.	34,762.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-9,345.			
b Gross sales price for all assets on line 6a <b>1,502,651.</b>					
7 Capital gain net income (from Part IV, line 2)			0.		
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		7,806.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		41,341.	42,880.		
13 Compensation of officers, directors, trustees, etc.		13,161.	9,871.		3,290.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		233.	233.		0.
b Accounting fees STMT 5		1,600.	1,600.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		4,914.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses Add lines 13 through 23		19,908.	11,704.		3,290.
25 Contributions, gifts, grants paid		160,857.			160,857.
26 Total expenses and disbursements. Add lines 24 and 25		180,765.	11,704.		164,147.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-139,424.			
b Net investment income (if negative, enter -0-)			31,176.		
c Adjusted net income (if negative, enter -0-)				N/A	

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<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	571.	25,677.	25,677.
	2 Savings and temporary cash investments	376,888.	288,567.	288,567.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations <b>STMT 7</b>	0.	148,863.	144,933.
	b Investments - corporate stock <b>STMT 8</b>	2,249,257.	1,476,514.	1,736,307.
	c Investments - corporate bonds <b>STMT 9</b>	484,664.	1,104,162.	1,090,262.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 10</b>	68,250.	0.	0.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,179,630.	3,043,783.	3,285,746.	
<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			
	22 Other liabilities (describe ▶)			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	3,179,630.	3,043,783.	
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 <b>Total net assets or fund balances</b>	3,179,630.	3,043,783.		
31 <b>Total liabilities and net assets/fund balances</b>	3,179,630.	3,043,783.		

**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	3,179,630.
2 Enter amount from Part I, line 27a	2	-139,424.
3 Other increases not included in line 2 (itemize) ▶ <b>MUTUAL FUND DEFERRED INCOME</b>	3	3,577.
4 Add lines 1, 2, and 3	4	3,043,783.
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	3,043,783.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b <b>SEE ATTACHED STATEMENTS</b>			
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 <b>1,502,651.</b>		<b>1,511,996.</b>	<b>-9,345.</b>

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			<b>-9,345.</b>

  

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	<b>-9,345.</b>
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	<b>N/A</b>

**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	<b>144,230.</b>	<b>3,387,644.</b>	<b>.042575</b>
2014	<b>147,860.</b>	<b>3,559,626.</b>	<b>.041538</b>
2013	<b>194,319.</b>	<b>3,274,925.</b>	<b>.059335</b>
2012	<b>164,150.</b>	<b>3,385,900.</b>	<b>.048480</b>
2011	<b>158,950.</b>	<b>3,232,216.</b>	<b>.049177</b>

  

2 Total of line 1, column (d)	2	<b>.241105</b>
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	<b>.048221</b>
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	<b>3,226,608.</b>
5 Multiply line 4 by line 3	5	<b>155,590.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>312.</b>
7 Add lines 5 and 6	7	<b>155,902.</b>
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	<b>164,147.</b>

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	312.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	312.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	312.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,224.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,224.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,912.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 500. Refunded <input checked="" type="checkbox"/>	11	2,412.	

**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	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
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	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► N/A		
14 The books are in care of ► CITY NATIONAL BANK Telephone no. ► 304-526-6208		
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	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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
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		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?		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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
If "Yes," list the years ► 2015, 2014, , ,		
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.)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	► , , , ,	
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
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A ☐

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

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

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

6b ☐ ☒ X

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

☐ Yes ☒ No

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

N/A

7b ☐ ☐

5b ☐

6b ☐

7b ☐

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CITY NATIONAL BANK 1900 THIRD AVENUE HUNTINGTON, WV 25703	TRUSTEE  3.00	13,161.	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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023551 11-23-18 10340505 794944 9008 2016.03040 SHIRLEY SHULTZ CHARITABLE T 9008 1





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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	2,589,301.
b	Average of monthly cash balances	1b	686,443.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,275,744.
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	3,275,744.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,136.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,226,608.
6	Minimum investment return. Enter 5% of line 5	6	161,330.

**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	161,330.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	312.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	312.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	161,018.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	161,018.
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	161,018.

**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	164,147.
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	164,147.
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	312.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	163,835.

**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				161,018.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			166,160.	
b Total for prior years:				
2014 , ,		9,561.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 164,147.				
a Applied to 2015, but not more than line 2a			164,147.	
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				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		9,561.		
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		9,561.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			2,013.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				161,018.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
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				



## SHIRLEY SHULTZ CHARITABLE TRUST

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**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)				
a Paid during the year				
AMERICAN NATIONAL RED CROSS 2025 E STREET WASHINGTON, DC 20006	NONE	PC	GENERAL	8,043.
HUNTINGTON CITY MISSION 624 10TH STREET HUNTINGTON, WV 25706	NONE	PC	GENERAL	8,043.
HUNTINGTON MUSEUM OF ART 2033 MCCOY ROAD HUNTINGTON, WV 25701	NONE	PC	GENERAL	8,043.
MARSHALL UNIVERSITY FOUNDATION 519 JOHN MARSHALL DRIVE HUNTINGTON, WV 25703	NONE	PC	GENERAL	28,150.
PRESBYTERIAN CHURCH USA 100 WITHERSPOON STREET LOUISVILLE, KY 40202	NONE	PC	GENERAL	60,321.
Total SEE CONTINUATION SHEET(S)				160,857.
b Approved for future payment				
NONE				
Total				0

Form 990-PF (2016)



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

- |           |  | Yes   | No |
|-----------|--|-------|----|
| <b>1.</b> | 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?  |       |    |
| <b>a</b>  | Transfers from the reporting foundation to a noncharitable exempt organization of:   |       |    |
|           | (1) Cash   | 1a(1) | X  |
|           | (2) Other assets   | 1a(2) | X  |
| <b>b</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  |
| <b>c</b>  | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    | X  |
| <b>d</b>  | 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.

Signature of officer or trustee

Date \_\_\_\_\_

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JEFFREY S. COOPER	<i>Jeffrey S. Cooper</i>	5/8/17		P00098119
	Firm's name ▶ DUNN, COOPER, ADKINS & REYNOLDS, CPAS			Firm's EIN ▶ 55-0757318	
	Firm's address ▶ 717 SIXTH AVENUE HUNTINGTON, WV 25701			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	959.620 SHS ASTON FDS FAIRPNT MIDCAP I	P	08/07/15	04/08/16
b	5624.429 SHS AIM INVT FDS INVSC BLRS ALL Y	P	08/07/15	04/08/16
c	4541.165 SHS AIM INVT FDS INVESCO INVT FD	P	08/07/15	04/08/16
d	3819.682 SHS ARTISAN PTRNS FDS INC INTL VAL	P	08/07/15	04/08/16
e	3514.353 SHS ARTISAN PTRNS FDS INC INTL FD ADV	P	08/07/15	04/08/16
f	733.000 SHS COLUMBIA FDS SER TR II MASS ASIA	P	08/07/15	03/01/16
g	5000.885 SHS COLUMBIA FDS SER TR II MASS ASIA	P	08/07/15	04/08/16
h	2287.000 SHS DBX EFT TR XTRAK MSCI EAFE	P	06/25/15	04/08/16
i	7659.831 SHS EATON VANCE GLOBAL MARCO ABSOLUTE RE	P	08/07/15	04/11/16
j	5474.728 SHS FUNDVANTAGE TR GTHM ABS RTR INT	P	08/07/15	04/08/16
k	4302.970 SHS GATEWAY TR GATEWAY FD Y	P	08/07/15	04/08/16
l	17024.273 SHS GOLDMAN SACHS STRATEGIC INCOME FD	P	08/07/15	04/08/16
m	1288.000 SHS OAKMARK INTL FD CL I	P	08/07/15	03/01/16
n	5000.259 SHS OAKMARK INTL FD CL I	P	08/07/15	04/08/16
o	135.000 SHS ETF I-SHARES TRUST EAFE INDEX FUND	P	06/25/15	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 33,779.		29,568.	4,211.
b 59,338.		68,250.	-8,912.
c 28,836.		40,098.	-11,262.
d 119,785.		97,854.	21,931.
e 96,328.		105,570.	-9,242.
f 7,088.		10,154.	-3,066.
g 48,209.		65,690.	-17,481.
h 57,200.		69,584.	-12,384.
i 68,709.		71,161.	-2,452.
j 67,832.		70,405.	-2,573.
k 126,421.		113,726.	12,695.
l 159,688.		179,050.	-19,362.
m 25,116.		30,663.	-5,547.
n 99,555.		119,039.	-19,484.
o 7,417.		8,961.	-1,544.

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			4,211.
b			-8,912.
c			-11,262.
d			21,931.
e			-9,242.
f			-3,066.
g			-17,481.
h			-12,384.
i			-2,452.
j			-2,573.
k			12,695.
l			-19,362.
m			-5,547.
n			-19,484.
o			-1,544.

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	5000.000 SHS JPMORGAN TR I GL RES ENH IDX	P	08/07/15	03/01/16
b	1512.492 SHS JPMORGAN TRUST 1 MID CAP EQUITY FD	P	08/07/15	04/08/16
c	4924.820 SHS JPMORGAN SHORT DURATION BD FD SELECT	P	08/07/15	04/08/16
d	2373.045 SHS JPMORGAN TR II MDCP GRW SELECT	P	08/07/15	04/08/16
e	25000.000 SHS L-3 COMMUNICATIONS SR 1.5%	P	04/13/16	12/30/16
f	4557.318 SHS MATTHEWS INTL FDS ASIA DIV INSTL	P	08/07/15	03/01/16
g	1424.266 SHS PIMCO FDS COMML STGY P	P	08/07/15	04/08/16
h	683.920 SHS GABS CWHEQ	P	10/18/16	11/15/16
i	536.470 SHS GABS CWHEQ	P	10/18/16	12/15/16
j	25000 SHS FEDERAL FARM CR BKS DEB	P	04/13/16	11/01/16
k	786.782 SHS DODGE & COX INTERNATIONAL STOCK FUND	P	08/07/15	12/21/16
l	1345.533 SHS JPMORGAN TR IGL RES	P	08/07/15	10/07/16
m	1803.968 SHS NEUBERGER BERMAN EQUITY	P	08/07/15	12/21/16
n	CAPITAL GAINS DIVIDENDS			
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 84,650.		80,675.	3,975.
b 64,099.		43,157.	20,942.
c 53,631.		54,075.	-444.
d 62,387.		44,158.	18,229.
e 25,081.		24,938.	143.
f 67,858.		70,543.	-2,685.
g 7,648.		15,724.	-8,076.
h 684.		626.	58.
i 536.		487.	49.
j 25,000.		25,000.	0.
k 30,000.		32,516.	-2,516.
l 25,000.		21,710.	3,290.
m 30,000.		18,614.	11,386.
n 20,776.			20,776.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			3,975.
b			20,942.
c			-444.
d			18,229.
e			143.
f			-2,685.
g			-8,076.
h			58.
i			49.
j			0.
k			-2,516.
l			3,290.
m			11,386.
n			20,776.
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	-9,345.
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



SHIRLEY SHULTZ CHARITABLE TRUST  
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**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE SALVATION ARMY P.O. BOX 1428 ALEXANDRIA, VA 22313	NONE	PC	GENERAL	28,150.
UNITED WAY OF THE RIVER CITIES 820 MADISON AVE HUNTINGTON, WV 25704	NONE	PC	GENERAL	20,107.
<b>Total from continuation sheets</b>				<b>48,257.</b>

## 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 2.30%	273.	273.	
ALLY BK MIDVALE UT CD 1.2%	301.	301.	
AMERISOURCEBERGEN SR NOTE 1.15%	165.	165.	
AT&T INC GBL NT @ 2.625%	238.	238.	
BB&T GLOBAL BK @ 1.45%	8.	8.	
CAPITAL ONE BANK NATL ASSN 1.30%	195.	195.	
CB BANK OF AMERICA CORP BD 2.00%	336.	336.	
COMMONWEALTH FING AUTH PA 3.325%	473.	473.	
CONOCOPHILLIPS CO 1.05%	76.	76.	
DEPARTMENT OF THE TREASURY - IRS	31.	31.	
EBAY INC	215.	215.	
EMC CORP 1.875%	701.	701.	
FEDERAL FARM CR BKS DEB 2.000%	265.	265.	
FEDERAL HOME LOAN BANK 1.0%	250.	250.	
FORD MOTOR CREDIT CO LLC	132.	132.	
GABS CWHEQ 01/15/97	28.	28.	
GENERAL ELEC CO PERP PFD SER C	159.	159.	
GOLDMAN SACHS GRP INC 2.00%	250.	250.	
HERCULES CAPITAL INC SR NTS 6.25%	392.	392.	
HSBC USA INC SER NOTE 2.00%	204.	204.	
JP MORGAN CHASE COML MTG SBC 5.464%	649.	649.	
KOHL'S CORP 3.25%	201.	201.	
KROGER CO MTNF 1.500%	-30.	-30.	
L-3 COMMUNICATIONS SER 1.50%	262.	262.	
MCKESSON CORP 1.40%	-51.	-51.	
MICROSOFT CORP @ 2.00%	-63.	-63.	
MONSANTO CO NEW SR NOTE 1.15%	-12.	-12.	
MOTOROLA SOLUTIONS 3.75%	539.	539.	
NCP INC NOT 2.625%	219.	219.	
NORFOLK SOUTHERN CORP NOTES 3.00%	508.	508.	
RYDER SYSTEM INC 2.45%	291.	291.	
SYSCO CORP SR NOTE 1.9%	-98.	-98.	
TEVA PHARMACEUTICAL SR NOTE 1.40%	-50.	-50.	
USB CAPITAL IX NORMAL INC TR SEC FLT 3.50%	336.	336.	
WELLS FARGO & CO FX/FLT SER 1.50%	225.	225.	

WELLS FARGO & CO FX/FLT SER  
2.00%

500.

500.

TOTAL TO PART I, LINE 3

8,118.

8,118.

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
ABVIE INC	57.	0.	57.	57.	
BB&T CORP 5.625 % PFD	307.	0.	307.	307.	
CAMPBELL SOUP CO	35.	0.	35.	35.	
CHARLES SCHWAB PFD SER D	327.	0.	327.	327.	
CHICAGO BRIDGE & IRON CO	12.	0.	12.	12.	
COCA COLA CO	53.	0.	53.	53.	
CONSOLIDATED EDISON INC	67.	0.	67.	67.	
CVS HEALTH CORP	43.	0.	43.	43.	
DODGE & COX INTERNATIONAL STOCK FUND	5,849.	2,281.	3,568.	3,568.	
DOUBLELINE TOTAL RETURN BD FD CLASS I	2,627.	0.	2,627.	2,627.	
EATON VANCE GLOBAL MARCO ABSOULUTE RET FD CL I	741.	0.	741.	741.	
EMERSON ELEC CO	48.	0.	48.	48.	
ETF I-SHARES TRUST EAFE INDEX FUND	1,771.	0.	1,771.	1,771.	
EXXON MOBIL CORP	75.	0.	75.	75.	
FEDERATED GOVERNMENT OBLIG FUND #395	31.	0.	31.	31.	
FEDERATED PRIME VAL OBL FD #856	814.	0.	814.	814.	
GATEWAY TR GATEWAY FD Y	646.	0.	646.	646.	
GENERAL ELEC CO PERP PFD SER C					
FIXED/FLTG 122949	315.	0.	315.	315.	
GILEAD SCIENCES INC	59.	0.	59.	59.	
GOLDMAN SACHS STRATEGIC INCOME FD	1,600.	0.	1,600.	1,600.	

HARTFORD MUT FDS				
INC CAPITAL				
APPRECIATION CL I	841.	0.	841.	841.
I SHARES RUSSELL				
MID-CAP INDEX	1,998.	0.	1,998.	1,998.
INTEL CORP	78.	0.	78.	78.
JOHNSON & JOHNSON	40.	0.	40.	40.
JP MORGAN SHORT				
DURATION BD FD				
SELECT	103.	0.	103.	103.
JP MORGAN TR I GL				
RES ENH IDX	2,761.	0.	2,761.	2,761.
JP MORGAN TR I US				
LARGE CAP CORE				
PLUS	7,852.	7,293.	559.	559.
JP MORGAN TR II				
CORE BD SELECT	2,739.	377.	2,362.	2,362.
JP MORGAN TR II				
CORE BD SELECT	21.	21.	0.	0.
JP MORGAN TRUST II				
EQUITY INDEX FUND	6,346.	5,203.	1,143.	1,143.
JP MORGAN TRUST II				
EQUITY INDEX FUND	32.	32.	0.	0.
KELLOGG CO	65.	0.	65.	65.
LOWES COS INC COM	35.	0.	35.	35.
MCDONALD CORP COM	47.	0.	47.	47.
NEUBERGER BERMAN				
EQUITY FDS MULCAP				
OPP INS	7,364.	5,560.	1,804.	1,804.
NEUBERGER BERMAN				
EQUITY FDS MULCAP				
OPP INS	9.	9.	0.	0.
NEXTERA ENERGY				
5.25 % PFD	476.	0.	476.	476.
PFIZER INC	60.	0.	60.	60.
PHILLIPS 66	63.	0.	63.	63.
SELECT SECTOR SPDR				
TR SBI INT-FINL	8.	0.	8.	8.
SPDR S&P 500 ETF				
TR TR UNIT	9,050.	0.	9,050.	9,050.
UNITED				
TECHNOLOGIES CORP	33.	0.	33.	33.
WASTE MGMT INC DEL				
COM	40.	0.	40.	40.
TO PART I, LINE 4	55,538.	20,776.	34,762.	34,762.

FORM 990-PF	OTHER INCOME	STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	7,806.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,806.	0.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FRAZIER & OXLEY L.C.	233.	233.		0.	
TO FM 990-PF, PG 1, LN 16A	233.	233.		0.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION	1,600.	1,600.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,600.	1,600.		0.	

FORM 990-PF	TAXES		STATEMENT		6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAX PAYMENT	2,868.	0.			0.
FEDERAL ESTIMATES	2,046.	0.			0.
TO FORM 990-PF, PG 1, LN 18	4,914.	0.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL HOME LOAN BANK	X		50,000.	48,943.
GABS CWHEQ	X		24,240.	23,534.
WEST VIRGINIA ECON DEV AUTH		X	49,623.	48,400.
COMMONWELATH FING AUTH PA		X	25,000.	24,056.
TOTAL U.S. GOVERNMENT OBLIGATIONS			74,240.	72,477.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			74,623.	72,456.
TOTAL TO FORM 990-PF, PART II, LINE 10A			148,863.	144,933.

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
CORPORATE STOCK	0.		0.	
AT&T INC	6,232.		6,380.	
ABBVIE INC	6,347.		6,262.	
ALPHABET INC CAP STK	8,100.		7,925.	
AUTOMATIC DATA PROCESSING	8,764.		10,278.	
BRISTOL MYERS SQUIBB CO	5,477.		5,844.	
CVS HEALTH CORP	8,619.		7,891.	
CAMPBELL SOUP CO	5,385.		6,047.	
CHICAGO BRIDGE & IRON	9,232.		9,525.	
COCA COLA CO	10,427.		10,365.	
COLGATE PALMOLIVE	6,638.		6,544.	
CONSOLIDATED EDISON	7,263.		7,368.	
DISNEY WALT CO COM	14,350.		15,633.	
DUKE ENERGY CORP	7,254.		7,374.	
EMERSON ELEC CO	5,251.		5,575.	
EXXON MOBIL CORP	11,835.		12,185.	
FACEBOOK INC CL	5,974.		5,753.	
FOOT LOCKER INC	7,564.		7,089.	
GENERAL ELEC CO PERP PFD	10,665.		11,060.	
GILEAD SCIENCES INC	9,617.		8,951.	
GLAXOSMITHKLINE	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.	
MDU RESOURCES GROUP	2,502.		2,877.	
MCDONALDS CORP	11,845.		12,172.	
NEXTERA ENERGY	8,915.		8,960.	

ORACLE CORP	3,922.	3,845.
PFIZER INC	8,809.	8,607.
PHILLIPS 66	7,947.	8,641.
PROCTOR & GAMBLE CO	8,276.	8,408.
SOUTHERN CO	4,880.	4,919.
SYSCO CORP	4,792.	5,537.
TARGET CORP	7,658.	7,223.
US BANKCORP DEL COM	4,290.	5,137.
UNITED TECHNOLOGIES	10,537.	10,962.
VERIZON COMMUNICATIONS	10,169.	10,676.
VISA INC COM	5,889.	5,851.
WASTE MANAGEMENT	6,249.	7,091.
SELECT SECTOR SPDR	6,444.	6,394.
DODGE & COX INTERNATIONAL	140,739.	129,748.
ETF I-SHARES TRUST EAFE	66,377.	57,730.
JPMORGAN TR I GL RES	107,075.	124,229.
HARTFORD MUT FDS INC	94,674.	128,845.
JP MORGAN TR I US LARGE CAP	118,512.	166,047.
JP MORGAN TRUST II EQUITY INDEX FD	40,377.	56,763.
NEUBERGER BERMAN EQUITY FDS MULCAP	109,483.	174,438.
SPDR S&P 500 EFT TR TR UNIT	392,269.	457,566.
I SHARES RUSSELL MID-CAP	88,998.	116,256.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,476,514.	1,736,307.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	0.	0.
FOOD MOTOR CREDIT CO	24,973.	25,002.
AMERISOURCEBERGEN SR NOTE	24,986.	24,991.
CAPITAL ONE BANK NATL ASSN	24,990.	24,982.
MONSANTO CO NEW SR NOTE	25,008.	24,981.
CONOCOPHILLIPS CO	24,939.	24,872.
CB BANK OF AMERICA CORP	44,953.	45,104.
MCKESSON CORP	50,000.	49,799.
EMC CORP	54,119.	54,391.
TEVA PHARMACEUTICAL	25,005.	24,796.
HSBC USA INC SR NOTE	24,938.	24,994.
WELLS FARGO & CO FX/FLT	20,000.	20,112.
SYSCO CORP SR NOTE	25,000.	24,918.
BB&T GLOBAL BK	24,968.	24,722.
EBAY INC	24,732.	24,989.
KROGER CO	24,915.	24,620.
RYDER SYSTEM INC HCP	24,903.	25,139.
HCP INC	49,940.	50,067.
GOLDMAN SACHS GRP INC	25,000.	24,138.
ABBVIE INC	24,860.	24,495.
WELLS FARGO & CO FX/FLT	50,000.	48,374.

NORFOLK SOUTHER CORP	30,000.	30,335.
MOTOROLA SOLUTIONS	24,660.	25,269.
AT&T GLBL NT	19,947.	19,176.
KOHNLS CORP	24,675.	24,714.
MICROSOFT CORP	29,904.	28,674.
JP MORGAN CHASE COML MOTG SEC	25,125.	24,784.
USB CAPITAL IX NORMAL INC	15,626.	16,425.
GENERAL ELEC CO PERP PFD	14,453.	14,738.
ALLY BK MIDVALE UT	50,000.	49,658.
DOUBLELINE TOTAL RETURN	72,918.	69,956.
JP MORGAN TR !!	107,460.	105,530.
BB&T CORP	7,500.	7,287.
ENTERGY MS	12,500.	10,565.
HERCULES CAPTIAL INC	12,415.	12,700.
NEXTERA ENERGY	18,750.	16,560.
CHARLES SCHWAB PFD	7,500.	7,497.
SOUTHERN CO	12,500.	10,908.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,104,162.	1,090,262.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.