

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation HELEN GREATHOUSE CHARITABLE TRUST WELLS FARGO BANK NAIFS FIDUCIARY TAX		A Employer identification number 75-2691859	
Number and street (or P.O. box number if mail is not delivered to street address) 1525 W WT HARRIS BLVDMAC D1114-044		Room/suite	B Telephone number (see instructions) (432) 685-5300
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTE, NC 28262		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 35,110,131		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	806,218	806,218		
	5a Gross rents	80,000	80,000		
	b Net rental income or (loss) 80,000				
	6a Net gain or (loss) from sale of assets not on line 10	389,247			
	b Gross sales price for all assets on line 6a 3,543,100				
	7 Capital gain net income (from Part IV, line 2)		389,247		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,275,465	1,275,465		
	13 Compensation of officers, directors, trustees, etc	300,468	225,726		74,742
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,750	0		6,750
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	31,027	26,027		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,603	2,603		0
	24 Total operating and administrative expenses. Add lines 13 through 23	340,848	254,356		81,492
	25 Contributions, gifts, grants paid	1,467,500			1,467,500
	26 Total expenses and disbursements. Add lines 24 and 25	1,808,348	254,356		1,548,992
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-532,883			
	b Net investment income (if negative, enter -0-)		1,021,109		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	995,677	731,006	731,006
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ <u>583,778</u>			
		Less allowance for doubtful accounts ▶ _____	612,876	583,778	583,778
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,640,607	1,793,030	1,779,938
	b	Investments—corporate stock (attach schedule)	15,620,867	15,580,754	21,582,952
	c	Investments—corporate bonds (attach schedule)	4,590,016	4,568,920	4,356,294
	Liabilities	11	Investments—land, buildings, and equipment basis ▶ _____		
		Less accumulated depreciation (attach schedule) ▶ _____			
12		Investments—mortgage loans	404,998	301,656	300,370
13		Investments—other (attach schedule)	4,631,081	4,404,095	5,775,793
14		Land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
15		Other assets (describe ▶ _____)			
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	28,496,122	27,963,239	35,110,131
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 (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
25	Temporarily restricted				
26	Permanently restricted				
Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds	28,822,325	28,822,325		
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0		
29	Retained earnings, accumulated income, endowment, or other funds	-326,203	-859,086		
30	Total net assets or fund balances (see instructions)	28,496,122	27,963,239		
31	Total liabilities and net assets/fund balances (see instructions) .	28,496,122	27,963,239		

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	28,496,122
2	Enter amount from Part I, line 27a	2	-532,883
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	27,963,239
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	27,963,239

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)
1 a SHORT TERM-SEE ATTACHED SCHEDULE	P		
b LONG TERM-SEE ATTACHED SCHEDULE	P		
c CAPITAL GAINS DIVIDENDS	P		
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 119,075		123,369	-4,294
b 3,415,989		3,030,484	385,505
c 8,036			8,036
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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			-4,294
b			385,505
c			8,036
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	389,247
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 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	1,934,001	34,296,400	0 056391
2014	1,593,918	35,250,930	0 045216
2013	1,257,728	33,763,884	0 037251
2012	908,138	31,780,210	0 028576
2011	1,622,138	32,736,428	0 049551

2 Total of line 1, column (d)	2	0 216985
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	0 043397
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	33,101,186
5 Multiply line 4 by line 3	5	1,436,492
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,211
7 Add lines 5 and 6	7	1,446,703
8 Enter qualifying distributions from Part XII, line 4	8	1,548,992

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)		
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	10,211
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	10,211
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	10,211
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	10,850
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	15,850
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	5,639
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 5,639 Refunded ▶	11	0

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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of WELLS FARGO BANK NA Telephone no (336) 747-8667			

Located at **IFS FIDUCIARY TAX SERVICE 1 W 4TH ST MAC D4000-041 WINSTONSALEM NC** ZIP+4 **27101**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
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? <input type="checkbox"/>	1c		No
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b		
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? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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

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

Total number of other employees paid over \$50,000. ☐ Yes ☒ No

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0

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	32,364,219
b	Average of monthly cash balances.	1b	841,046
c	Fair market value of all other assets (see instructions).	1c	400,000
d	Total (add lines 1a, b, and c).	1d	33,605,265
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	33,605,265
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	504,079
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	33,101,186
6	Minimum investment return. Enter 5% of line 5.	6	1,655,059

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	1,655,059
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	10,211
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,211
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,644,848
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,644,848
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	1,644,848

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	1,548,992
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	1,548,992
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	10,211
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,538,781

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,644,848
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			179,000	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,548,992</u>				
a Applied to 2015, but not more than line 2a			179,000	
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.				1,369,992
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		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				274,856
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

Part XIV

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

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

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2016	(b) 2015	(c) 2014	(d) 2013	

b 85% of line 2a					
-----------------------------------	--	--	--	--	--

c Qualifying distributions from Part XII, line 4 for each year listed					
--	--	--	--	--	--

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

e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
---	---	--	--	--	--	--

3	Complete 3a, b, or c for the alternative test relied upon					

a	"Assets" alternative test—enter					
---	---------------------------------	--	--	--	--	--

(1) Value of all assets					
-----------------------------------	--	--	--	--	--

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

b "Endowment" alternative test— enter 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 **Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

WELLS FARGO BANK NA ATTN TRUST DEPA
PO BOX 1959
MIDLAND, TX 79702
(432) 685-5300

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

A FORMAL GRANT APPLICATION MUST BE COMPLETED. IN ADDITION TO THE GRANT APPLICATION, THE APPLICANT MUST SUBMIT BUDGET INFORMATION, AUDITED FINANCIAL STATEMENTS, IF ANY, AND COPY OF THE IRS DETERMINATION LETTER REGARDING TAX EXEMPT STATUS.

c Any submission deadlines

GRANTS ARE AWARDED SEMI-ANNUALLY GENERALLY IN JUNE AND DECEMBER. APPLICATION DEADLINES ARE APRIL 15

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

NONE

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

Recipient	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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,467,500
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	806,218	
5 Net rental income or (loss) from real estate					
a Debt-financed property.			01	80,000	
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14		
8 Gain or (loss) from sales of assets other than inventory			18	389,247	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		1,275,465	0
13 Total. Add line 12, columns (b), (d), and (e).			13		1,275,465

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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

Print/Type preparer's name LAURA A BUCKNER	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01201396
Firm's name ► BUCKNER & TILLEY PC				Firm's EIN ► 20-4071508
Firm's address ► 705 N LORAIN ST MIDLAND, TX 79701				Phone no (432) 687-5577


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WELLS FARGO BANK TEXAS NA	TRUSTEE 4 00	298,968	0	0
PO BOX 1959 MIDLAND, TX 79702				
HARPER ESTES	ADVISORY COMMITTEE 1 00	300	0	0
PO BOX 1959 MIDLAND, TX 79702				
VICKY JAY	ADVISORY COMMITTEE 1 00	300	0	0
2810 AUBURN DRIVE MIDLAND, TX 79705				
RICHARD FOLGER	ADVISORY COMMITTEE 1 00	150	0	0
1401 BEDFORD AVENUE MIDLAND, TX 79701				
CHRISTINE FOREMAN	ADVISORY COMMITTEE 1 00	150	0	0
PO BOX 1959 MIDLAND, TX 79702				
PAUL MORRIS	ADVISORY COMMITTEE 1 00	150	0	0
PO BOX 1959 MIDLAND, TX 79702				
BECKY FERGUSON	ADVISORY COMMITTEE 1 00	300	0	0
PO BOX 1959 MIDLAND, TX 79702				
DONA BRADLEY	ADVISORY COMMITTEE 1 00	150	0	0
PO BOX 1959 MIDLAND, TX 79702				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment


<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
AGAPE CHRISTIAN SERVICES 3500 NORTH A STREET SUITE 2400 MIDLAND, TX 79705		PC	OPERATING EXPENES	10,000
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION 4400 N BIG SPRING C-2 MIDLAND, TX 79705		PC	OPERATING EXPENSE	25,000
AMERICAN RED CROSS OF THE PERMIAN BASIN PO BOX 60310 MIDLAND, TX 79711		PC	OPERATING EXPENSES	25,000
APHASIA CENTER OF WEST TEXAS 5214 THOMASON DRIVE MIDLAND, TX 79703		PC	OPERATING EXPENSES	15,000
BIG BROTHERSBIG SISTERS 714 W LOUISIANA MIDLAND, TX 79701		PC	OPERATING EXPENSES	12,500
Total ▶ 3a				1,467,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE RD SUITE 200 ARLINGTON, VA 22203		PC	OPERATING EXPENSES	10,000
BOY SCOUTS OF AMERICA 1101 WEST TEXAS AVE MIDLAND, TX 79701		PC	OPERATING EXPENSES	25,000
BOYS & GIRLS CLUB OF MIDLAND 1321 S GOODE ST MIDLAND, TX 79701		PC	EDUCATIONAL ACTIVITIES	20,000
BOYS AND GIRLS CLUB OF ODESSA 800 E 13TH ST ODESSA, TX 79761		PC	OPERATING EXPENSES	15,000
BUCKNER CHILDREN AND FAMILY SERVICES 425 WEST PECAN STREET MIDLAND, TX 79705		PC	FAMILY PLACE PROGRAM	20,000
Total 				1,467,500
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BYNUM SCHOOL PO BOX 80175 MIDLAND, TX 79708		PC	GENERAL OPERATING EXPENSES	60,000
CAMP FIRE USA WEST TEXAS COUNCIL PO BOX 50988 MIDLAND, TX 79710		PC	OPERATING EXPENSES	15,000
CASA DE AMIGOS 1101 E GARDEN LANE MIDLAND, TX 79701		PC	EDUCATIONAL PROGRAMS	25,000
CASA OF WEST TEXAS 1611 W TEXAS AVE MIDLAND, TX 79701		PC	VOICES FOR CHILDREN PROGRAM	25,000
CENTERS FOR CHILDREN AND FAMILIES 1004 N BIG SPRING SUITE 325 MIDLAND, TX 79701		PC	COUNSELING PROGRAM	20,000
Total ► 3a				1,467,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CHRISTMAS IN ACTION PO BOX 3744 MIDLAND, TX 79702		PC	OPERATING EXPENSE	20,000
CEDAR CREEK NON-PROFIT HOUSING INC 2800 W LOUISIANA AVE MIDLAND, TX 79701		PC	OPERATING EXPENSES	10,000
COMMUNITY CHILDREN'S MINISTRY PO BOX 3328 MIDLAND, TX 79702		PC	OPERATING EXPENSES	55,000
FAMILY PROMISE OF MIDLAND TEXAS INC 3500 NORTH A STREET SUITE 1400 MIDLAND, TX 79705		PC	OPERATING EXPENSES	10,000
GIRL SCOUTS OF THE PERMIAN BASIN 5217 N DIXIE BLVD ODESSA, TX 79762		PC	OPERATING EXPENSES	6,000
Total 				1,467,500
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GLADNEY CENTER FOR ADOPTION 6300 JOHN RYAN DRIVE FORT WORTH, TX 76132		PC	OPERATING EXPENSES	5,000
GREATER IDEAL FAMILY LIFE CENTER 301 S TYLER STREET MIDLAND, TX 79701		PC	SUMMER DAY CAMP 2016	40,000
CHURCH ON WHEELS INC PO BOX 9402 MIDLAND, TX 79708		PC	BREAKING BREAD SOUP KITCHEN PROGRAM SUPPORT	10,000
HARMONY HOME CHILDREN'S ADVOCACY CENTER PO BOX 3087 ODESSA, TX 79760		PC	OPERATING EXPENSES	40,000
HILLCREST SCHOOL 2800 N A STREET MIDLAND, TX 79705		PC	STUDENT TRANSPORTATION/VAN PURCHASE	40,000
Total 				1,467,500
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
HOSPICE OF MIDLAND INC 911 W TEXAS AVE MIDLAND, TX 79701		PC	OPERATING EXPENSE	40,000
JUNIOR ACHIEVEMENT OF WEST TEXAS 306 W WALL 827 MIDLAND, TX 79701		PC	OPERATING BUDGET	15,000
MAKE-A-WISH FOUNDATION 407 N BIG SPRING SUITE 208 MIDLAND, TX 79705		PC	OPERATING EXPENSES	10,000
MANOR PARK INC 2208 LOOP 250 WEST MIDLAND, TX 79707		PC	ACCOUNTING SYSTEM PROJECT SUPPORT	250,000
MIDLAND AREA AIDS SUPPORT 214 W TEXAS AVE SUITE 903 MIDLAND, TX 79701		PC	BENEVOLENCE SUPPORT AND EDUCATION PROGRAM	15,000
Total ► 3a				1,467,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MIDLAND CHILDREN'S REHABILITATION CENTER 802 VENTURA MIDLAND, TX 79705		PC	THERAPEUTIC SERVICES SUPPORT	50,000
MIDLAND COUNTY PUBLIC LIBRARY FOUNDATION PO BOX 1634 MIDLAND, TX 79702		PC	FAMILY PLACE LIBRARY PROGRAM SUPPORT	10,000
MIDLAND ISD EDUCATION FOUNDATION PO BOX 73 MIDLAND, TX 79702		PC	OPERATING EXPENSES	10,000
MIDLAND NEED TO READ INC 1709 WEST WALL MIDLAND, TX 79701		PC	OPERATING EXPENSES	10,000
MIDLAND RAPE CRISIS CENTER PO BOX 10081 MIDLAND, TX 79702		PC	THERAPY TREATMENT AND TRAINING COSTS	15,000
Total ▶ 3a				1,467,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MIDLAND SHARED SPACES 3500 NORTH A STREET SUITE 1100 MIDLAND, TX 79705		PC	OPERATING EXPENSE	50,000
MIDLAND TEEN COURT 615 W MISSOURI 226 MIDLAND, TX 79701		PC	OPERATING EXPENSES	10,000
MISSION HEALTH CARE 3500 N A ST STE 1300 MIDLAND, TX 79705		PC	GENERAL OPERATING EXPENSES	35,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 1031 ANDREWS HWY STE 304C MIDLAND, TX 79701		PC	OPERATING EXPENSES	20,000
PERMIAN BASIN WOMENS RESOURCE CENTER INC 2101 W WALL ST MIDLAND, TX 79701		PC	LIFE CENTER PREVENTION EDUCATION PROGRAM SUPPORT	55,000
Total ► 3a				1,467,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PALMER DRUG ABUSE PROGRAM 1208 WEST WALL STREET MIDLAND, TX 79701		PC	COUNSELING STAFF SALARIES	15,000
PERMIAN BASIN PUBLIC TELECOMMUNICATIONS PO BOX 8940 MIDLAND, TX 797088940		PC	CHILDREN'S EDUCATIONAL & OUTREACH PROGRAM	5,000
PERMIAN BASIN PETROLEUM MUSEUM LIBRARY & HALL OF FAME 1500 INTERSTATE 20 WEST MIDLAND, TX 79701		PC	BUILDING BOTS OUTREACH PROGRAM SUPPORT	10,000
RECORDING LIBRARY OF WEST TEXAS 3500 N A ST STE 2800 MIDLAND, TX 79705		PC	OPERATING EXPENSES	20,000
SAFE PLACE OF THE PERMIAN BASIN PO BOX 11331 MIDLAND, TX 79702		PC	GENERAL OPERATING EXPENSES	50,000
Total ► 3a				1,467,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SAMARITAN COUNSELING CENTER OF WEST TEXAS PO BOX 60312 MIDLAND, TX 79711		PC	OPERATING EXPENSE	30,000
SENIOR LINK MIDLAND PO BOX 80519 MIDLAND, TX 79708		PC	SENIOR COMPANIONS PROGRAM	10,000
SHARING HANDS A RESPITE EXPERIENCE 3500 N A ST STE 2200 MIDLAND, TX 79705		PC	OPERATING EXPENSES	30,000
PERMIAN BASIN REGIONAL COUNCIL ON ALCOHOL AND DRUG ABUSE 120 EAST 2ND STREET ODESSA, TX 79761		PC	DADDY AND ME PROGRAM SUPPORT	10,000
SPECIAL OLYMPICS TEXAS 1804 RUTHERFORD LANE AUSTIN, TX 78754		PC	OPERATING EXPENSES	15,000
Total ► 3a				1,467,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SPRINGBOARD CENTER 200 CORPORATE DR MIDLAND, TX 79705		PC	INPATIENT MEDICAL DETOX/RESIDENTIAL TREATMENT	10,000
PERMIAN BASIN REHABILITATION CENTER FOR CRIPPLED CHILDREN AND ADULTS 620 N ALLEGHANNEY AVENUE ODESSA, TX 79761		PC	THERAPY SUPPORT	15,000
TEEN CHALLENGE OF THE PERMIAN BASIN PO BOX 251 MIDLAND, TX 79702		PC	REMODEL CLASSROOMS	10,000
TEEN FLOW YOUTH MINISTRY PO BOX 733 MIDLAND, TX 79702		PC	OPERATING EXPENSES	10,000
PERMIAN BASIN BE THE CHANGE PO BOX 52643 MIDLAND, TX 79710		PC	CHALLENGE DAY PROGRAM SUPPORT	5,000
Total 3a				1,467,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
THE UNIVERSITY OF TEXAS AT AUSTIN 2515 SPEEDWAY C1402 RLM STE 15208 AUSTIN, TX 78712		PC	WEST TEXAS STUDENT FIELD EXPERIENCES & K-12	5,000
UNITED WAY OF MIDLAND 1209 W WALL MIDLAND, TX 79701		PC	CLUB READ SUMMER READING PROGRAM	4,000
WEST TEXAS FOOD BANK PO BOX 4242 ODESSA, TX 79760		PC	OPERATING EXPENSES	30,000
YMCA OF MIDLAND PO BOX 954 MIDLAND, TX 79702		PC	OPERATING EXPENSES	10,000
YOUNG LIFE 925 WEST WADLEY MIDLAND, TX 79705		PC	SPECIAL NEEDS STUDENTS PROGRAM SUPPORT	20,000
Total 				1,467,500
3a				

TY 2016 Accounting Fees Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,750	0		6,750

TY 2016 General Explanation Attachment

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX
EIN: 75-2691859

General Explanation Attachment

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PART VIII, LINE 1	PART VIII 1B THE COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT IT IS NOT DETERMINED SOLELY ON AN HOURLY BASIS CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING WITH DISTRIBUTION PROVISIONS, AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENT REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY

TY 2016 Investments Corporate Bonds Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE OBLIGATIONS	1,884,982	1,830,110
CORPORATE OBLIGATIONS	978,338	827,228
CORPORATE OBLIGATIONS	1,705,600	1,698,956

TY 2016 Investments Corporate Stock Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	15,580,754	21,582,952

TY 2016 Investments Government Obligations Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

**US Government Securities - End
of Year Book Value:**

1,693,030

**US Government Securities - End
of Year Fair Market Value:**

1,675,830

**State & Local Government
Securities - End of Year Book
Value:**

100,000

**State & Local Government
Securities - End of Year Fair
Market Value:**

104,108

TY 2016 Investments - Other Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	AT COST	1,800,000	1,797,780
OTHER INVESTMENTS	AT COST	2,604,095	3,978,013

TY 2016 Other Expenses Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX
EIN: 75-2691859

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	1,700	1,700		0
OFFICE EXPENSE	702	702		0
WEB HOSTING FEES	201	201		0

TY 2016 Taxes Schedule

Name: HELEN GREATHOUSE CHARITABLE TRUST
WELLS FARGO BANK NAIFS FIDUCIARY TAX

EIN: 75-2691859

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAXES	5,000	0		0
FOREIGN TAX PAID	26,027	26,027		0