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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
MILDRED DULANEY FOUNDATION
C/O WELLS FARGO BANK NA IFS FID TAX SERV

A Employer identification number
76-0615843

Number and street (or P O box number if mail is not delivered to street address)
1525 W WT HARRIS BLVD MAC D1114-044

Room/suite

B Telephone number (see instructions)
(704) 590-2828

City or town, state or province, country, and ZIP or foreign postal code
CHARLOTTE, NC 28288

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☑ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 3,168,083

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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 ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	59,950	59,950		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	7,058			
	b	Gross sales price for all assets on line 6a 1,172,109				
	7	Capital gain net income (from Part IV, line 2)		7,058		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	67,008	67,008		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	32,388	24,291		8,097
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,200	0		1,200
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,577	1,577		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	18	18		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	35,183	25,886		9,297
	25	Contributions, gifts, grants paid	126,392			126,392
	26	**Total expenses and disbursements.** Add lines 24 and 25	161,575	25,886		135,689
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-94,567			
	b	**Net investment income** (if negative, enter -0-)		41,122		
	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		-4	-4
2	Savings and temporary cash investments	132,938	173,934	173,934
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,631,061	1,339,412	1,581,355
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,244,811	1,401,732	1,412,798
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)	3,008,810	2,915,074	3,168,083
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	3,008,810	2,915,074	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	3,008,810	2,915,074	
31	**Total liabilities and net assets/fund balances** (see instructions)	3,008,810	2,915,074	

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	3,008,810
2	Enter amount from Part I, line 27a	2	-94,567
3	Other increases not included in line 2 (itemize) ▶	3	831
4	Add lines 1, 2, and 3	4	2,915,074
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	2,915,074

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 See Additional Data Table			
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 See Additional Data Table			
b			
c			
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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	7,058
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	119,582	3,194,921	0 037429
2014	99,784	3,311,129	0 030136
2013	104,351	3,049,108	0 034223
2012	137,795	2,776,502	0 049629
2011	200,117	2,780,248	0 071978

2 Total of line 1, column (d)	2	0 223395
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 044679
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,022,599
5 Multiply line 4 by line 3	5	135,047
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	411
7 Add lines 5 and 6	7	135,458
8 Enter qualifying distributions from Part XII, line 4	8	135,689

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 ▶ ☐ 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 ▶ ☑ and enter 1% of Part I, line 27b		1	411
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	411
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	411
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 600		
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	600
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	189
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 189	**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)?	1b		No
	*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*			
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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 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		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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	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? *If "No," attach explanation*	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶WELLS FARGO BANK N A Telephone no ▶(512) 424-0126

Located at ▶P O BOX 41629 AUSTIN TX ZIP+4 ▶78704

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

		Line	Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

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 ▶

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.

			Line	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?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☑ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☑ Yes ☐ 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)?	☐ Yes ☑ 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)	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c		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?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
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?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)*		3b		
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))? ☐ 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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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?	**6b**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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	**(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
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	**(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

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	2,935,889
b	Average of monthly cash balances		1b	132,739
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	3,068,628
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	3,068,628
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	46,029
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	3,022,599
6	**Minimum investment return.** Enter 5% of line 5		6	151,130

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	151,130
2a	Tax on investment income for 2016 from Part VI, line 5	2a 411		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	411
3	Distributable amount before adjustments Subtract line 2c from line 1		3	150,719
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	150,719
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	150,719

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	135,689
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	135,689
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	411
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	135,278

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					150,719
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 20____ , 20____ , 20____			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.	24				
b From 2012.	120				
c From 2013.					
d From 2014.					
e From 2015.					
f **Total** of lines 3a through e.		144			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 135,689					
a Applied to 2015, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2016 distributable amount.					135,689
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))*		144			144
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					14,886
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 **Private Operating Foundations** (see instructions and Part VII-A, question 9)

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

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

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

ELIZABETH SHIMSHANK CO WELLS FARGO
PO DRAWER 913
BRYAN, TX 77805
(979) 776-3279

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

SUBMIT A GRANT APPLICATION ALONG WITH A COPY OF THE ORGANIZATION'S TAX DETERMINATION LETTER AND MOST RECENT FINANCIAL STATEMENT

c Any submission deadlines

NONE

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

FUNDS ARE LIMITED TO 501(C)(3) ORGANIZATIONS OR GOVERNMENTS EXEMPT UNDER CODE SEC 115 WITHIN THE CITY OF MART OR ITS EXTRATERRITORIAL JURISDICTION

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				126,392
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

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	59,950	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	7,058	
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		67,008	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 67,008

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	**1a(1)**		**No**
	(2) Other assets.	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
	(4) Reimbursement arrangements.	**1b(4)**		**No**
	(5) Loans or loan guarantees.	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

******	2017-05-04	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
NANCY A LIVINGSTON		2017-05-04		P00044678
Firm's name ▶ JAYNES REITMEIER BOYD & THERRELL PC				Firm's EIN ▶74-2533381
Firm's address ▶ 5400 BOSQUE BLVD STE 500 WACO, TX 767104459				Phone no (254) 776-4190

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AQR MANAGED FUTURES	P		
BLACKROCK GL LS CREDIT	P		
EATON VANCE GLOBAL MACRO	P		
MERGER FUND-INST	P		
ASG GLOBAL ALTERNATIVES	P		
NEUBERGER BERMAN LONG SH	P		
T ROWE PRICE INST	P		
AQR MANAGED FUTURES	P		
AFFILIATED MANAGERS	P		
AIM INTL	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
201		201	0
1,271		1,271	0
369		376	-7
384		384	0
260		260	0
660		666	-6
565		565	0
2,792		2,738	54
2,669		2,994	-325
9,582		9,834	-252

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			0
			0
			-7
			0
			0
			-6
			0
			54
			-325
			-252

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AIM INTL	P		
AIM INTL	P		
AMERIPRISE FINL	P		
APPLE COMPUTER	P		
ARTISAN MID CAP FUND	P		
ARTISAN MID CAP FUND	P		
ARTISAN MID CAP FUND	P		
BERKSHIRE HATHAWAY	P		
BERKSHIRE HATHAWAY	P		
BLACKROCK GL LS CREDIT	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,416		10,987	-571
46,085		46,728	-643
1,999		2,458	-459
5,791		6,622	-831
909		1,128	-219
1,472		1,846	-374
6,068		6,933	-865
3,650		3,330	320
15,090		10,229	4,861
2,694		2,891	-197

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-571
			-643
			-459
			-831
			-219
			-374
			-865
			320
			4,861
			-197

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BOING COMPANY	P		
BOING COMPANY	P		
CME GROUP	P		
CME GROUP	P		
CVS/CAREMARK CORP	P		
CELANESE CORP	P		
CISCO SYSTEMS	P		
CITIGROUP	P		
COGNIZANT TECH	P		
COMCAST CORP	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,940		3,883	57
3,937		3,898	39
3,303		3,101	202
7,319		4,797	2,522
2,534		2,493	41
2,535		2,138	397
2,112		2,032	80
3,288		3,690	-402
1,511		1,471	40
3,363		3,015	348

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			57
			39
			202
			2,522
			41
			397
			80
			-402
			40
			348

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CREDIT SUISSE	P		
CREDIT SUISSE	P		
CREDIT SUISSE	P		
CUMMINS INC	P		
CUMMINS INC	P		
CUMMINS INC	P		
WALT DISNEY	P		
WALT DISNEY	P		
DODGE & CO INCOME	P		
DODGE & CO INCOME	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,385		3,625	-1,240
1,391		2,056	-665
30,735		43,776	-13,041
1,739		2,173	-434
5,619		6,177	-558
10,994		11,806	-812
7,490		5,502	1,988
2,594		1,079	1,515
9,974		10,327	-353
31,086		30,440	646

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1,240
			-665
			-13,041
			-434
			-558
			-812
			1,988
			1,515
			-353
			646

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
EATON VANCE GLOBAL MACRO	P		
FID ADV EMER MKTS	P		
FID ADV EMER MKTS	P		
FID ADV EMER MKTS	P		
JP MORGAN MID CAP	P		
JP MORGAN MID CAP	P		
JP MORGAN MID CAP	P		
GILEAD SCIENCES	P		
GOLDMAN SACHS GROUP	P		
GOLDMAN SACHS GROUP	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,503		2,565	-62
4,426		4,914	-488
814		826	-12
1,363		1,373	-10
9,601		10,168	-567
1,163		1,242	-79
2,686		2,707	-21
1,521		1,578	-57
2,503		2,553	-50
8,249		8,067	182

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-62
			-488
			-12
			-10
			-567
			-79
			-21
			-57
			-50
			182

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HSBC-ADR	P		
JP MORGAN CHASE & CO	P		
JP MORGAN CHASE & CO	P		
JP MORGAN CHASE & CO	P		
JOHNSON CONTROLS	P		
JPMORGAN HIGH YIELD	P		
LAS VEGAS SANDS	P		
MANULIFE FINANCIAL	P		
MCKESSON CORP	P		
MERGER FUND-INST	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,960		17,638	-6,678
4,159		3,913	246
6,993		4,831	2,162
3,855		3,252	603
12,969		10,487	2,482
834		839	-5
3,515		3,776	-261
2,157		2,130	27
2,666		2,833	-167
1,792		1,949	-157

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-6,678
			246
			2,162
			603
			2,482
			-5
			-261
			27
			-167
			-157

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MICROSOFT CORP	P		
MONSANTO CO	P		
MONSANTO CO	P		
ASG GLOBAL ALTERNATIVES	P		
ASG GLOBAL ALTERNATIVES	P		
NESTLE SA REGISTERED	P		
NEUBERGER BERMAN LONG SH	P		
NEUBERGER BERMAN LONG SH	P		
ORACLE CORP	P		
PNC FINANCIAL	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,927		3,759	168
2,347		2,904	-557
19,864		19,846	18
4,441		5,121	-680
24,965		30,015	-5,050
13,679		11,061	2,618
2,782		3,037	-255
19,187		19,458	-271
14,448		9,193	5,255
2,202		2,399	-197

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			168
			-557
			18
			-680
			-5,050
			2,618
			-255
			-271
			5,255
			-197

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ROBECO BP LONG	P		
ROBECO BP LONG	P		
ROBECO BP LONG	P		
T ROWE PRICE INST	P		
T ROWE PRICE REAL ESTATE	P		
T ROWE PRICE REAL ESTATE	P		
SPDR DJ WILSHIRE INTL	P		
SPDR DJ WILSHIRE INTL	P		
SPDR DJ WILSHIRE INTL	P		
SPDR DJ WILSHIRE INTL	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
338		339	-1
193		194	-1
8,721		8,120	601
2,352		2,503	-151
700		685	15
2,321		2,220	101
39,083		45,548	-6,465
6,293		6,202	91
1,341		1,323	18
11,046		10,749	297

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1
			-1
			601
			-151
			15
			101
			-6,465
			91
			18
			297

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SPDR DJ WILSHIRE INTL	P		
SCHLUMBERGER LTD	P		
SUNCOR ENERGY INC	P		
TJX COS	P		
TJX COS	P		
TARGET	P		
TARGET	P		
TEMPLETON FOREIGN FD	P		
TEMPLETON FOREIGN FD	P		
TEMPLETON FOREIGN FD	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,839		16,579	-740
1,997		2,464	-467
2,010		1,962	48
7,579		6,168	1,411
1,527		521	1,006
2,055		1,929	126
3,825		2,988	837
16,775		20,906	-4,131
8,447		11,096	-2,649
55,091		66,157	-11,066

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-740
			-467
			48
			1,411
			1,006
			126
			837
			-4,131
			-2,649
			-11,066

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
THERMO FISHER SCIENTIFIC	P		
TOTAL FINA ELF	P		
UNION PACIFIC	P		
UNITED PARCEL	P		
UNITED PARCEL	P		
UNITEDHEALTH GROUP	P		
VANGUARD INFLAT-PROT	P		
VANGUARD REIT VIPER	P		
VANGUARD REIT VIPER	P		
VANGUARD REIT VIPER	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,937		2,399	538
2,462		2,885	-423
4,473		5,103	-630
2,108		1,955	153
3,900		2,954	946
4,022		3,503	519
3,234		3,173	61
5,699		5,962	-263
2,771		2,302	469
5,243		3,953	1,290

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			538
			-423
			-630
			153
			946
			519
			61
			-263
			469
			1,290

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
VANGUARD REIT VIPER	P		
VANGUARD REIT VIPER	P		
WELLS FARGO ADV TOT RT BD FD	P		
WELLS FARGO ADV TOT RT BD FD	P		
WELLS FARGO ADV SP	P		
WELLS FARGO ADV SP	P		
WELLS FARGO ADV EMG MK	P		
WELLS FARGO ADV EMG MK	P		
WELLS FARGO AD HI INC	P		
WELLS FARGO AD HI INC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
32,715		23,448	9,267
38,325		22,419	15,906
12,641		12,621	20
34,068		33,441	627
9,761		10,519	-758
31,480		34,044	-2,564
24,351		27,514	-3,163
123,099		120,282	2,817
1,909		2,183	-274
62,432		67,487	-5,055

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			9,267
			15,906
			20
			627
			-758
			-2,564
			-3,163
			2,817
			-274
			-5,055

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
WF ADV SHORT-TERM BOND	P		
WF ADV SHORT-TERM BOND	P		
WFA SMALL COMPANY GROWTH	P		
WFA SMALL COMPANY GROWTH	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,665		7,753	-88
71,121		71,432	-311
4,079		4,734	-655
28,358		29,978	-1,620
22,376			22,376

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-88
			-311
			-655
			-1,620
			22,376

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	**(e)** Expense account, other allowances
OLIVER MCMAHAN PO BOX 41629 AUSTIN, TX 787049926	PRESIDENT AND DIRECTOR 2 00	0	0	0
CHARLES H DULANEY PO BOX 41629 AUSTIN, TX 787049926	DIRECTOR 1 00	0	0	0
LESTER GIBSON PO BOX 41629 AUSTIN, TX 787049926	DIRECTOR 1 00	0	0	0
SUE DAVIS PO BOX 41629 AUSTIN, TX 787049926	SECRETARY AND DIRECTOR 1 00	0	0	0
MAYOR WANDA CORNELL PO BOX 41629 AUSTIN, TX 787049926	DIRECTOR 1 00	0	0	0
WILLIE HURTH PO BOX 41629 AUSTIN, TX 787049926	DIRECTOR 1 00	0	0	0
TRACY ADLER PO BOX 41629 AUSTIN, TX 787049926	DIRECTOR 1 00	0	0	0
WELLS FARGO BANK NA PO BOX 41629 AUSTIN, TX 787049926	TREASURER AND DIRECTOR 1 00	32,388	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CENTRAL TEXAS SENIOR MINISTRY P O BOX 85 WACO, TX 76703	NONE	501(C)(3) PUBLIC CHA	PROVIDE MEALS FOR HOMEBOUND SENIORS IN MART	5,000
CITY OF MART P O BOX 360 MART, TX 76664	NONE	501(C)(3) PUBLIC CHA	OPERATING EXPENSES	79,392
MART CEMETARY ASSOCIATION 684 S LINCOLN MART, TX 76664	NONE	501(C)(3) PUBLIC CHA	OPERATING EXPENSES	5,000
MART COMMUNITY CENTER 806 EAST BOWIE MART, TX 76664	NONE	501(C)(3) PUBLIC CHA	COMMUNITY PROJECT	5,000
MART INDEPENDENT SCHOOL DISTRICT 700 NAVARRO MART, TX 76664	NONE	501(C)(3) PUBLIC CHA	OPERATING EXPENSES	12,000
MILDRED DULANEY RESEARCH CENTER P O BOX 41629 AUSTIN, TX 78704	NONE	501(C)(3) PUBLIC CHA	OPERATING EXPENSES	20,000
Total . . . . ▶ **3a**				126,392

TY 2016 Accounting Fees Schedule

Name: MILDRED DULANEY FOUNDATION

C/O WELLS FARGO BANK NA IFS FID TAX SERV

EIN: 76-0615843

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	1,200	0		1,200

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TY 2016 Investments Corporate Stock Schedule

Name: MILDRED DULANEY FOUNDATION
C/O WELLS FARGO BANK NA IFS FID TAX SERV
EIN: 76-0615843

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMCAST	11,114	26,583
LAS VEGAS SANDS CORP	14,529	13,886
TARGET	8,226	12,640
TJX COMPANIES	4,825	10,894
WALT DISNEY CO	7,668	16,675
CVS HEALTH CORP	9,286	18,149
HAIN CELETIAL GROUP	10,457	9,953
AFFILIATE MANAGERS GROUP	14,376	18,889
AMERIPRISE FINL	18,326	18,860
BERKSHIRE HATHAWAY	5,402	13,038
BLACKROCK INC	10,829	13,319
CITIGROUP INC	20,752	25,852
CME GROUP	7,516	15,572
JP MORGAN	12,283	26,318
PNC FINANCIAL SERVICES	19,274	24,562
EILI LILLY & CO	14,085	13,607
GILEAD SCIENCES	4,164	9,667
MCKESSON CORP	10,331	13,343
MERK & CO	15,169	16,778
THERMO FISHER SCIENTIFIC	7,023	14,816
UNITEDHEALTH GROUP	10,842	31,208
BOEING CO	14,087	24,909
SPIRIT AEROSYSTEMS HOLD	11,530	14,879
UNION PACIFIC CORP	13,201	26,438
UNITED PARCEL SERVICE	9,755	13,757
ALPHABET INC	19,362	30,873
APPLE INC	20,351	50,961
CISCO SYSTEMS	18,671	29,767
COGNIZANT TECH SOLUTIONS	22,332	22,132
MICROSOFT CORP	22,071	34,798

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CELANESE CORP	13,900	22,047
BAYER AG	10,150	10,428
DIAGO PLC	12,382	14,032
EATON CORP	8,738	12,076
MANULIFE FINANCIAL CORP	16,675	20,760
ROCHE HOLDINGS	22,231	18,830
SCHLUMBERGER LTD	21,694	22,667
SUNCOR ENERGY INC	19,824	24,518
TE CONNECTIVITY LTED	11,431	12,124
TOTAL SA	16,667	17,840
ARTISAN MID CAP	148,600	125,991
JP MORGAN MID CAP VALUE FUND	130,932	138,846
WELLS FARGO SPECIAL SMALL CAP	90,446	103,503
WF SMALL COMPANY GROWTH	86,459	96,983
INVESCO INTL GROWTH FUND	110,679	103,226
TEMPLETON FOREIGN FUND ADV	116,045	109,312
WELLS FARGO EMERGING	114,721	115,048
FIRST FINANCIAL CORP	1	1
JOHNSON CONTROLS	0	0
GOLDMAN SACHS	0	0
CUMMINS	0	0
ORACLE CORP	0	0
MONSANTO	0	0
HSBC-ADR	0	0
NESTLE SA	0	0

TY 2016 Investments - Other Schedule

Name: MILDRED DULANEY FOUNDATION
C/O WELLS FARGO BANK NA IFS FID TAX SERV

EIN: 76-0615843

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ACCRUED INTEREST	AT COST	1,047	1,047
DODGE & COX INCOME FUND	AT COST	156,862	158,477
JP MORGAN HIGH YIELD FUND	AT COST	127,892	133,459
T ROWE PRICE INSTITUTIONAL FLOAT RATE FUND	AT COST	55,533	55,494
VANGUARD INFLATION PROTECTED SECURITIES FUND	AT COST	17,464	16,808
WELLS FARGO CORE BOND FUND CLASS INST	AT COST	170,073	172,821
FIDELITY ADVISORS EMERGING MARKETS INCOME FUND	AT COST	179,163	181,006
AQR MANAGED FUTURES STRATEGY FUND	AT COST	94,117	85,680
ASG GLOBAL ALTERNATIVES FUND CLASS Y	AT COST	63,808	57,185
BLACKROCK GLOBAL LONG/SHORT CREDIT FUND	AT COST	113,311	111,954
BOSTON PARTNERS LONG/SHORT RESEARCH FUND	AT COST	21,916	23,963
EATON VANCE GLOBAL MACRO ABSOLUTE	AT COST	94,707	93,991
THE MERGER FUND CLASS INST	AT COST	55,757	55,427
NUEBERGER BERMAN LONG SHORT FUND	AT COST	55,682	55,532
CREDIT SUISSE COMMODITY RETURN STRATEGY FUND	AT COST	37,098	32,157
INVESCO BALANCED RISK COMMODITY STRATEGY FUND	AT COST	31,459	30,912
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF	AT COST	46,905	41,167
T ROWE PRICE REAL ESTATE FUND	AT COST	57,169	59,749
VANGUARD REIT VIPER	AT COST	21,769	45,969

TY 2016 Other Expenses Schedule

Name: MILDRED DULANEY FOUNDATION
C/O WELLS FARGO BANK NA IFS FID TAX SERV

EIN: 76-0615843

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEES	18	18		0

TY 2016 Other Increases Schedule

Name: MILDRED DULANEY FOUNDATION
C/O WELLS FARGO BANK NA IFS FID TAX SERV

EIN: 76-0615843

Description	Amount
ADJUSTMENTS TO CARRYING VALUE/MUTUAL FUND ADJUSTMENTS	831

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TY 2016 Taxes Schedule

Name: MILDRED DULANEY FOUNDATION

C/O WELLS FARGO BANK NA IFS FID TAX SERV

EIN: 76-0615843

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON DIVIDENDS	1,577	1,577		0