

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.

2016**Open to Public
Inspection****For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016**

<p>Name of foundation QUAIL ROOST FOUNDATION</p> <p>Number and street (or P O box number if mail is not delivered to street address) 16 E LANCASTER AVENUE SUITE 102</p> <p>City or town, state or province, country, and ZIP or foreign postal code ARDMORE, PA 19003</p> <p>G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p> <p>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</p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 4,169,232</p>		<p>A Employer identification number 76-0754268</p> <p>B Telephone number (see instructions) (575) 770-8247</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>			
		<p>J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>			
<p>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))</p>		<p>(a) Revenue and expenses per books</p>	<p>(b) Net investment income</p>	<p>(c) Adjusted net income</p>	<p>(d) Disbursements for charitable purposes (cash basis only)</p>
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	17,309	17,309	17,309	
	4 Dividends and interest from securities	68,383	68,383	68,383	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-73,636			
	b Gross sales price for all assets on line 6a	2,786,990			
	7 Capital gain net income (from Part IV, line 2)				
	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	12,056	85,692	85,692		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	7,450	3,725		3,725
	c Other professional fees (attach schedule)	65,403	41,891		23,512
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	10			10
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,945	595		5,350
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,787	509		3,278
	24 Total operating and administrative expenses.				
Add lines 13 through 23	82,595	46,720		35,875	
25 Contributions, gifts, grants paid	396,450			396,450	
26 Total expenses and disbursements. Add lines 24 and 25	479,045	46,720		432,325	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-466,989				
b Net investment income (if negative, enter -0-)		38,972			
c Adjusted net income (if negative, enter -0-)			85,692		

	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		101,232	114,545	114,545
	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		8,814	1,000	1,000
	10a Investments—U S and state government obligations (attach schedule)		421,053	537,958	535,816
	b Investments—corporate stock (attach schedule)		2,377,945	2,098,155	2,439,933
	c Investments—corporate bonds (attach schedule)		1,391,674	1,082,071	1,077,938
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	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)		4,300,718	3,833,729	4,169,232
	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
	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 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		4,300,718	3,833,729	
	30 Total net assets or fund balances (see instructions)		4,300,718	3,833,729	
	31 Total liabilities and net assets/fund balances (see instructions)		4,300,718	3,833,729	

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	4,300,718
2	Enter amount from Part I, line 27a	2	-466,989
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	3,833,729
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,833,729

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 PUBLICLY TRADED SECURITIES			P		
b PUBLICLY TRADED SECURITIES			P		
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 999,558		1,051,716	-52,158		
b 1,769,583		1,808,910	-39,327		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a			-52,158		
b			-39,327		
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	-73,636
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	344,599	4,628,408	0.074453
2014	342,303	4,871,367	0.070268
2013	233,108	4,826,557	0.048297
2012	213,482	4,654,224	0.045868
2011	205,900	4,537,464	0.045378
2 Total of line 1, column (d)			0.284264
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			0.056853
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4,162,765
5 Multiply line 4 by line 3			236,666
6 Enter 1% of net investment income (1% of Part I, line 27b)			390
7 Add lines 5 and 6			237,056
8 Enter qualifying distributions from Part XIII, line 4			432,325

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	390
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	390
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	390
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,000
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	1,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	610
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ►	610	Refunded ►
		11	

Part VII-A Statements Regarding Activities

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	Yes	No
	<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	Yes	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	Yes	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	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	No
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	Yes	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	No
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	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►NM			
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	No
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	Yes	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	Yes	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 ► <u>QUALROOSTFOUNDATION.ORG</u>	13	Yes
14 The books are in care of ► <u>MARGARET BRENNAN</u> Telephone no ► <u>(610) 896-3868</u>			

Located at ► 16 E LANCASTER AVENUE SUITE 102 ARDMORE PAZIP+4 ► 19003

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	<input type="checkbox"/>
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	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?			1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► <u>20____, 20____, 20____, 20____</u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	2a	
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 ► <u>20____, 20____, 20____, 20____</u>				
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	3a	
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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). (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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <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)? Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>		5b <input type="checkbox"/> No
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
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? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b <input type="checkbox"/> 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).

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. ►

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	
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 N/A	
2	

All other program-related investments. See instructions

3	

Total. Add lines 1 through 3 ►

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	4,013,318
b	Average of monthly cash balances.	1b	212,839
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,226,157
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	4,226,157
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	63,392
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,162,765
6	Minimum investment return. Enter 5% of line 5.	6	208,138

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign

Part XI organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6.	1	208,138
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	390
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	390
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	207,748
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	207,748
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	207,748

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	432,325
b	Program-related investments—total from Part IX-B.	1b	
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	432,325
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	390
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	431,935
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				207,748
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.	103,839			
e From 2015.	113,981			
f Total of lines 3a through e.	217,820			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ _____	432,325			
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				207,748
e Remaining amount distributed out of corpus	224,577			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	442,397			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a.	442,397			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.	103,839			
d Excess from 2015.	113,981			
e Excess from 2016.	224,577			

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

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			14	17,309	
4 Dividends and interest from securities.			14	68,383	
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	-73,636	
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).				12,056	
13 Total. Add line 12, columns (b), (d), and (e).					12,056

(See worksheet in line 13 instructions to verify calculations)

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRED DOERR 16 E LANCASTER AVE SUITE 102 ARDMORE, PA 19003	TRUSTEE 2 00	0	0	0
LORETTA ORTIZ Y PINO 16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003	TRUSTEE 2 00	0	0	0
JEFF SANDERS 16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003	VICE-CHAIR/T 2 00	0	0	0
MEHDI SHELHAMER 16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003	TRUSTEE 1 00	0	0	0
H'KRIH SHELHAMER 16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003	TRUSTEE 1 00	0	0	0
CAROL WHITE 16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003	SECRETARY/TR 2 00	0	0	0
HA WHITE 16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003	TRUSTEE/CHAI 5 00	0	0	0
KERRY HEUBECK 16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003	EMERITUS TRU 1 00	0	0	0
SANJAY POOVANDAN 16 E LANCASTER AVENUE SUITE 102 ARDMORE, PA 19003	TREASURER/TR 2 00	0	0	0

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 Paid during the year				
ADOPT-A-CLASSROOM INC 110 N 5TH STREET 8TH FL MINNEAPOLIS, MN 55403	NA	PC	FINANCIAL SUPPORT FOR CLASSROOMS IN	2,000
ADOPT-A-CLASSROOM INC 110 N 5TH STREET 8TH FL MINNEAPOLIS, MN 55403	NA	PC	FINANCIAL SUPPORT FOR CLASSROOMS IN	2,000
ALL HANDS VOLUNTEERS INC 6 COUNTY ROAD SUITE 6 MATTAPoisETT, MA 02739	NA	PC	LOUISIANA FLOOD RESPONSE	3,000
ARISE FOR SOCIAL JUSTICE INC 11 PEARL STREET SUITE 23 SPRINGFIELD, MA 01103	NA	PC	VOICES FROM INSIDE	3,000
BI VILLAGE 221 WEST WINSLOW WA SUITE 202 BAINBRIDGE ISLAND, WA 98110	NA	PC	GENERAL OPERATING SUPPORT	1,700
BRIDGES PROJECT FOR EDUCATION PO BOX 308 TAOS, NM 87571	NA	PC	GENERAL OPERATING SUPPORT	55,000
BRIDGES PROJECT FOR EDUCATION PO BOX 308 TAOS, NM 87571	NA	PC	GENERAL OPERATING SUPPORT	4,000
BURMA HUMANITARIAN MISSION 10668 S MONICA RIDGE WAY SOUTH JORDAN, UT 84095	NA	PC	THE BACKPACK HEALTH WORKER	4,000
CAMBODIA CORPS INC 411 WEST WASHINGTON AVE APLENA, MI 49707	NA	PC	SECONDARY SCHOOL - SUPPORT FOR ETHNI	3,000
CARBONFUND ORG 853 MAIN STREET EAST AURORA, NY 14052	NA	PC	GENERAL OPERATING SUPPORT	750
CIMARRON PUBLIC SCHOOLS PO BOX 96 EAGLE NEST, NM 87718	NA	PC	EAGLE NEST SCHOOLS BARN PROJECT	2,000
COMMUNITY AGAINST VIOLENCE INC 945 SALAZAR RD TAOS, NM 87571	NA	PC	CHILD THERAPEUTIC PROGRAM	4,000
CONCRETE COUCH 214 E VERMILJO AVENUE COLORADO SPRINGS, CO 80903	NA	PC	GENERAL OPERATING SUPPORT	1,000
CONSERVATION TRUST FOR FLORIDA INC 1731 NW 6TH STREET SUITE GAINESVILLE, FL 32609	NA	PC	GENERAL OPERATING SUPPORT	4,000
CREATIVITY FOR PEACE INC 369 MONTEZUMA AVENUE 566 SANTA FE, NM 87501	NA	PC	GENERAL OPERATING SUPPORT	5,000
Total ►				396,450
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 Paid during the year				
DANIELS HAMANT FOUNDATION 1427 WILLIAM ST RIVER FOREST, IL 60305	NA	PF	CENTRO MEDICO HUMBERTO PARRA-WOMENS	4,000
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE - SECO NEW YORK, NY 10001	NA	PC	SYRIAN RELIEF- REFUGEE EFFORTS	1,000
DREAMTREE PROJECT INC PO BOX 1677 TAOS, NM 87571	NA	PC	GENERAL OPERATING SUPPORT	3,000
EASTSIDE BABY CORNER 1510 NW MAPLE ST PO BOX ISSAQAH, WA 98027	NA	PC	GENERAL OPERATING SUPPORT	1,000
EDUCATIONAL EMPOWERMENT 328 WYATT WAY NE BAINBRIDGE ISLAND, WA 98110	NA	PC	BOOKS FOR BURMA	4,000
EL PUEBLITO UNITED METHODIST CHURCH PO BOX 895 RANCHOS DE TAOS, NM 87557	NA	PC	SHARED TABLE	3,000
EQUINE SPIRIT SANCTUARY 13 LOS CABALLOS ROAD RANCHOS DE TAOS, NM 87557	NA	PC	GENERAL OPERATING SUPPORT	5,000
FLORIDA THOROUGHBRED CHARITIES INC 801 SW 60TH AVENUE OCALA, FL 34474	NA	PC	QUAIL ROOST SCHOLARSHIP PROGRAM 2016	11,750
FOUR CORNERS ANIMAL LEAGUE PO BOX 1163 TAOS, NM 875711163	NA	PC	SUPPLIES FOR ANIMAL AID OF QUESTA	2,000
FRIENDS OF CASA MATERNA PO BOX 7476 DETROIT, MI 48207	NA	PC	PROJECT WORK IN NICARAGUA	4,000
HAND IN HAND PO BOX 80102 PORTLAND, OR 97280	NA	PC	GENERAL OPERATING SUPPORT	5,000
HORSE PROTECTION ASSOCIATION OF FLO 20690 NW 130TH AVENUE MICKANOPY, FL 32667	NA	PC	GENERAL OPERATING SUPPORT	3,000
HOUSING RESOURCES BAINBRIDGE PO BOX 11391 BAINBRIDGE ISLAND, WA 98110	NA	PC	GENERAL OPERATING SUPPORT	6,500
HUMAN RESOURCE DEVELOPMENT ASSOCIAT PO BOX 913 TAOS, NM 87571	NA	PC	RESTORATIVE JUSTICE PROGRAMMING	2,000
INSTITUTE FOR PEACE STUDIES ROCKY MOUNTAIN COLLEGE A BILLINGS, MT 59102	NA	PC	GENERAL OPERATING SUPPORT	6,000
Total				396,450 ►
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 Paid during the year				
ISLANDWOOD 4450 BLAKELY AVENUE NE BAINBRIDGE ISLAND, WA 981102257	NA	PC	GRADUATE STUDENT SCHOLARSHIP SUPPORT	2,000
KATERI TEKAKWITHA MISSION FUND INC PO BOX 906 PACIFICA, CA 94044	NA	PC	GENERAL OPERATING SUPPORT	5,000
LAPLAZA DE ENCUENTRO GATHERING PLAC 714 4TH STREET SE ALBUQUERQUE, NM 87102	NA	PC	TU VOX DIGITAL	1,000
LOCALOGY HC 81 BOX 10 QUESTA, NM 87556	NA	PC	GENERAL OPERATING SUPPORT	2,000
MATI NGO 67/1 SA SARKER RD SANKIPARA, MYMENSINGH 2200 BG	NA	NC	SUPPORT FOR KAILAKURI HEALTH CARE PR	4,000
MENNONITE CENTRAL COMMITTEE CENTRAL PO BOX 500 212 S 12TH S AKRON, PA 17501	NA	PC	WORK WITH SYRIAN REFUGEES - WATER AC	5,000
MENNONITE CENTRAL COMMITTEE CENTRAL 900 EAST HOWELL STREET PHILADELPHIA, PA 19149	NA	PC	WORK WITH SYRIAN REFUGEES -	10,000
NEW MEXICO WILDLIFE CENTER PO BOX 246 ESPANOLA, NM 87532	NA	PC	GENERAL OPERATING SUPPORT	4,000
NGUYEN NGA CENTER 91A DONG DA QUY NHON CITY, BIHN DINH VM	NA	NC	GENERAL OPERATING SUPPORT	4,000
NORTHERN PLAINS RESOURCE COUNCIL 220 SOUTH 27TH STREET SU BILLINGS, MT 59101	NA	PC	PROTECTION AND CONSERVATION OF MONTA	5,000
NOT FORGOTTEN OUTREACH INC 461 VALVERDE COMMONS DR TAOS, NM 87571	NA	PC	GENERAL OPERATING SUPPORT	2,000
ONE WORLD- ONE HEART FOUNDATION PO BOX 1840 RANCHOS DE TAOS, NM 87557	NA	PC	THE NEPAL MEDICAL CAMP	4,000
PREVENTION INTERNATIONAL NO CERVICA PO BOX 13081 OAKLAND, CA 94661	NA	PC	TRAINING PROGRAMS IN TANZANIA	4,000
PROJECT SCHOOLHOUSE AKA EDUCATIO PO BOX 5609 AUSTIN, TX 78767	NA	PC	GENERAL OPERATING SUPPORT	4,000
PUGET SOUND RESTORATION FUND 382 WYATT WAY NE BAINBRIDGE ISLAND, WA 98110	NA	PC	GENERAL OPERATING SUPPORT	6,000
Total				396,450 ►
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 Paid during the year				
RIO GRANDE COMMUNITY DEV CORP 318 ISLETA BLVD SW ALBUQUERQUE, NM 87105	NA	PC	PEDIATRIC ONCOLOGY CAMP - TUITION FO	2,000
SALAAM CULTURAL MUSEUM 3806 WHITMAN AVE N SEATTLE, WA 98103	NA	PC	SYRIAN RELIEF- REFUGEE EFFORTS	3,000
SCHOOLS FOR SALONE PO BOX 25314 SEATTLE, WA 98165	NA	PC	GENERAL OPERATING SUPPORT	3,000
SHUARHANDS INC PO BOX 1411 PINE VALLEY, CA 91962	NA	PC	GREEN HOUSE PROJECT- GUATEMALA	4,000
STIRRUPS N STRIDES THERAPEUTIC RID 4246 WEST HIGHWAY 318 CITRA, FL 32113	NA	PC	CONSTRUCTION FOR COVERED OUTDOOR ARE	104,000
STIRRUPS N STRIDES THERAPEUTIC RID 4246 WEST HIGHWAY 318 CITRA, FL 32113	NA	PC	GENERAL OPERATING SUPPORT	4,000
SUSTAINABLE BEREAL INC PO BOX 1302 BEREA, KY 40403	NA	PC	GENERAL OPERATING SUPPORT	5,000
SYRIA RELIEF & DEVELOPMENT PO BOX 25446 OVERLAND PARK, KS 66225	NA	PC	AID FOR ALEPO	5,000
TRUAH 266 WEST 37TH ST SUITE 8 NEW YORK, NY 10018	NA	PC	GENERAL OPERATING SUPPORT	5,000
TAOS COUNTY ECON DEV CORP PO BOX 1389 TAOS, NM 87571	NA	PC	OO-OO-NAH ART CENTER	1,000
TAOS HEALTH SYSTEMS INC 413 SIPAPU ST TAOS, NM 87571	NA	PC	CANCER SUPPORT SERVICES	4,000
THE HEALTHY ME PROJECT 18695 PONY EXPRESS 2365 PARKER, CO 80134	NA	PC	GENERAL OPERATING SUPPORT	1,000
THOROUGHBRED RETIREMENT FOUNDATION 10 LAKE AVENUE SARATOGA SPRINGS, NY 12866	NA	PC	GENERAL OPERATING SUPPORT	2,000
UNIVERSITY OF NEW MEXICO FOUNDATION 1157 COUNTY ROAD 110 RANCHOS DE TAOS, NM 87557	NA	PC	QUAIL ROOST SCHOLARSHIP FUND	11,750
WINDHORSE SANCTUARY 597 NE RIDGE LOOP MADISON, FL 32340	NA	PF	GENERAL OPERATING SUPPORT	8,000
Total ►				396,450
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)				
<i>a Paid during the year</i>				
WINDHORSE SANTUARY 597 NE RIDGE LOOP MADISON, FL 32340	NA	PF	HAY EMERGENCY	2,000
WORLD NEIGHBORS INC 5600 N MAY AVENUE SUITE OKLAHOMA CITY, OK 73112	NA	PC	2016 HURRICANE RELIEF FOR HAITI	10,000
YOUTH HEARTLINE 224 CRUZ ALTA RD SUITE F TAOS, NM 87571	NA	PC	THE NEIGHBORHOOD ARTS PROJECT/GENERA	4,000
Total				396,450
3a				

TY 2016 Accounting Fees Schedule

Name: QUAIL ROOST FOUNDATION**EIN:** 76-0754268

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,450	3,725		3,725

TY 2016 Investments Corporate Bonds Schedule**Name:** QUAIL ROOST FOUNDATION**EIN:** 76-0754268

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ACCESS CAPITAL COMMUNITY	93,389	90,633
CALVERT HIGH YIELD BD FD	244,594	252,735
CRA QUALIFIED INVESTMENT	118,979	115,536
PAX WORLD HIGH YIELD		
PRAXIS INTERMEDIATE INCM		
RIDGEWORTH US GOV SEC		
SIT U.S. GOVT SEC FUND		
TEMPLETON GLOBAL BOND		
TIAA CREF SOCIAL CHOICE	122,206	119,902
CALVERT SOCIAL INV 1% 18	60,000	59,816
BANK OF NOVA SC	20,664	20,009
AMERICAN EXPRESS	15,104	15,074
BNP PARIBAS	10,235	10,128
CITIGROUP INC	15,195	15,133
COMCAST CORPORATION	20,572	19,912
ANHEUSER-BUSCH IN	9,998	10,018
A T & T INC	10,522	10,087
MORGAN STANLEY	9,994	10,028
JOHN DEERE CAPIT	19,927	19,640
UNITEDHEALTH CORP	15,498	15,241

Name of Bond	End of Year Book Value	End of Year Fair Market Value
COCA COLA COMPANY		
CSX CORPORATION	10,526	10,392
CVS CAREMARK CORP		
GENERAL ELECTRIC	22,065	21,894
HOME DEPOT	15,222	15,046
INTEL CORP	20,057	20,257
JOHNSON CONTROLS		
JP MORGAN CHASE	15,274	15,198
LOWES COMPANIES	14,120	14,197
MERCK & CO INC	15,456	14,784
MEDTRONIC INC	20,525	20,429
ORACLE CORPORATIO	24,106	24,675
PEPSICO INCORPOR	10,063	9,998
ROYAL BANK OF C	20,034	19,996
SCHLUMBERGER IN	20,967	20,902
SHELL INTL FIN	19,747	19,927
STATOIL ASA	20,412	20,224
TORONTO-DOMINION	20,048	19,962
THE GOLDMAN SACHS	10,249	10,137
VERIZON COMMS	16,323	16,028

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO & CO		

TY 2016 Investments Corporate Stock Schedule**Name:** QUAIL ROOST FOUNDATION**EIN:** 76-0754268

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLESEED FD INVESTORS CL		
CALVERT GLOBAL WATER FD	76,635	69,815
CALVERT INT'L OPPTY FD I	84,865	99,442
DOMINI INTL SOCIAL EQTY	109,627	99,329
PARNASSUS EQUITY INCOME	129,766	198,958
PARNASSUS ENDEAVOR FD	194,844	232,139
PARNASSUS MID CAP FUND	135,760	180,500
PAX MSCI INTL ESG	48,627	41,755
PAX WORLD GLOBAL ENVIRONMENTL	54,722	69,798
PAX WORLD SMALL CAP INST	114,654	124,524
PORTFOLIO 21	57,633	62,315
SHELTON GREEN ALPHA FD	83,389	79,617
GLOBAL X YIELDCO INDEX	67,604	67,162
ISHARES U.S. PREFERRED	66,826	63,071
PWRSHS KBW PREM YLD EQTY	41,093	45,243
VANECK VECTORS BDC	41,081	45,177
TIAA CREF SOCIAL CHOICE		
A T & T INC	22,946	25,773
ADOBE SYSTEMS	21,287	30,267
AFLAC INC	23,296	24,290
AGILENT TECHNOLOGIEZ	8,054	7,973
ALPHABET INC	22,861	27,736
AMAZON COM INC	24,499	33,744
AMERICAN STATES WTR		
AMGEN INCORPORATED	16,636	17,545
APACHE CORP	11,132	12,631
APPLE	21,257	24,785
AVISTA CORPORATION	21,355	20,795
BALL CORPORATION	16,648	18,167
BANK OF AMERICA CORP	9,551	17,415

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BANK OF NY MELLON CP	15,747	19,521
BAXTER INTERNATIONAL	9,394	9,090
BECTON DICKSON & CO	15,697	22,184
BROADCOM CORPORATION		
CALLAWAY GOLF	11,635	10,894
CARDINAL HEALTH		
CHURCH & DWIGHT CO INC	13,936	16,129
CISCO SYSTEMS INC	7,191	8,129
CITIGROUP INC		
CITRIX SYSTEMS		
COMCAST CORPORATION CLASS A	19,989	23,270
CVS HEALTH		
DENTSPLAY INTL		
EAST WESTS BANCORP		
EBAY INC		
E O G RESOURCES INC	14,284	16,176
EXPEDIA INC NEW		
EXPEDITORS INTL WASH		
FEDEX CORPORATION		
FISERV INC	10,547	14,029
GENERAL MILLS	16,487	17,913
HAEMONETICE CORP	8,771	9,487
HARTFORD FINL SVCS GRP	5,942	7,672
HESS CORPORATION	10,352	15,323
HOLOGIC INC		
HOME DEPOT INC	18,437	26,012
ILLINOIS TOOL WORKS	14,042	17,634
INTEL CORP	17,713	20,928
J M SMUCKER CO	9,947	9,220
JETBLUE		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON & JOHNSON	30,715	31,107
JONES LANG LASALLE INC		
JPMORGAN CHASE & CO	26,399	35,638
KORN FERRY INCL		
KROGER COMPANY		
LOGMEIN INC		
LOWES COMPANIES INC	8,108	8,819
MANPOWERGROUP		
MARATHON PETE CORP	5,524	6,445
MASCO CORP	13,357	16,158
MASTERCARD INC		
MEDTRONIC PLC F	4,767	4,487
MICROSOFT CORP	36,084	47,848
NATIONAL GRID PLC F	8,298	7,641
NETGEAR INC	9,371	12,772
NIKE INC		
NUCOR CORP	5,716	7,142
ORACLE CORPORATION	6,703	6,498
PROCTOR & GAMBLE	21,546	21,188
PROGRESSIVE CO OHIO	7,190	8,343
REINSURANCE GP AMER NEW	14,007	18,371
SCHEIN HENRY		
SMITH AO	7,610	10,891
SPECTRA ENERGY CORP	11,190	14,012
STANLEY BLACK & DECKK	14,582	17,089
STARBUCKS CORP		
SYSCO CORPORATION	18,593	21,650
TETRA TECH INC	9,329	13,679
TEXAS INSTRUMENTS INC	11,593	17,221
TIME WARNER INC NEW	11,441	14,480

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TRAVELERS COMPANIES INC		
UNITED NATURAL FOODS	5,722	6,919
UNITED HEALTH GROUP	17,018	31,368
VODAFONE GROUP		
WELLS FARGO & CO NEW		
XYLEM INC	9,133	12,182
3M COMPANY	5,119	5,357
EQUINIX INC	4,254	5,361
HOST HOTELS & RESORT	16,881	19,857
LASALLE HOTEL PPTY	11,146	13,833
POWERSHS EXCH TRAD FD TR		

TY 2016 Investments Government Obligations Schedule

Name: QUAIL ROOST FOUNDATION

EIN: 76-0754268

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

252,335

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

250,564

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

231,847

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

231,023

TY 2016 Other Expenses Schedule

Name: QUAIL ROOST FOUNDATION**EIN:** 76-0754268**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
DUES/SUBS	1,125			1,125
INSURANCE	675			675
OFFICE EXPENSES	1,035	259		776
BANK CHARGES	250	250		
WEBSITE	702			702

TY 2016 Other Professional Fees Schedule

Name: QUAIL ROOST FOUNDATION**EIN:** 76-0754268

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTANTS	26,125	2,613		23,512
NICS INVESTMENT MGMT FEES	17,359	17,359		
HORIZON SCHWAB INVEST FEES	21,919	21,919		

TY 2016 Taxes Schedule

Name: QUAIL ROOST FOUNDATION**EIN:** 76-0754268

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	10			10

STATEMENT REQUIRED BY REG. 53.4945-5(d)
INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

Quail Roost Foundation
E.I.N. 76-0754268

Grantee Name	Grantee Address	Purpose of Grant	Date Grant Paid	Grant Amt Paid	Amt Expended	Date(s) of Report(s) on File	Amount Diverted from Grant purposes (if any)	Verification of Grantee reports	Notes
Windhorse Sanctuary	598 NE Ridge Loop, Madison, FL 32340	General Operating Support	7/13/2016 and 1/28/16	10,000	10,000	4/7/13, 5/9/13, 11/11/13, 5/12/15, 1/26/16, 2/26/16, 1/14/17	0	No, no reason to doubt accuracy or reliability	Purchase of medicine for animals, and food for animals.
Mati NGO (Kailakuri Health Care Project)	67/1 S.A. Sarkar, Road, Sankipara, Mymensingh-Bangladesh	Kailakuri Health Care Project	7/7/2016	4,000	4,000	8/16/2015, 2/1/16, 3/12/17	0	No, no reason to doubt accuracy or reliability	Grant was for general operating support- used towards village mother child care, health education, outpatient care, inpatient care, etc...
Daniels Hamant Foundation	1427 William St., River Forest, IL 60305	Centro Medico Humberto Parra	7/8/2016	4,000	4,000	8/16/2015, 3/13/16, 3/10/17	0	No, no reason to doubt accuracy or reliability	Grant funds were specifically applied to costs for Women's Health (mainly pap smears and contraceptives, and education)
Arise for Social Justice, Inc.	11 Pearl Street, Suite 234, Springfield, MA 01103	Voices From Inside	9/30/2016	3,000	3,000	2/22/2017	0	No, no reason to doubt accuracy or reliability	Expenditure report included as Arise for Social Justice acted as a fiscal sponsor for the grant. Grant money was given to Arise for Social Justice, Inc. who in turn issued the funds to Voices from Inside.

STATEMENT REQUIRED BY REG. 53.4945-5(d)

Quail Roost Foundation
E.I.N. 76-0754268

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS						
Four Corners Animal League	P.O. Box 1163, Taos, NM 87571	Animal Aide of Questa	7/21/2016	2,000	4/26/2016, 3/2/17	No, no reason to doubt accuracy 0 or reliability
						Expenditure reported Included as Four Corners acted as a fiscal sponsor for the grant. Grant money was given to Northern New Mexico Friends of Animals who in turn gave the funds to Animal Aide of Questa to pay vet bills.