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990-PF

Return of Private Foundation

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

OMB No. 1545-0052

Department of the Treasury
Internal Revenue Service

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation STANTON, MAY BONFILS TUW-MAIN		A Employer identification number 84-6027976			
		B Telephone number (see instructions) (888) 730-4933			
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117		Room/suite 27101			
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101					
Foreign country name 		Foreign province/state/county 		Foreign postal code 	
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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change					
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					
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 17,521,202		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
		(Part I, column (d) must be on cash basis)			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	456,286	440,644		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-24,143			
	b Gross sales price for all assets on line 6a	3,539,867			
	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)	1,447				
12 Total. Add lines 1 through 11	433,590	440,644	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	100,083	90,075	10,008	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) RECEIVED				
	b Accounting fees (attach schedule)	1,123		1,123	
	c Other professional fees (attach schedule)				
	17 Interest APR 25 '17 MAY 09 '17				
	18 Taxes (attach schedule) (see instructions)	8,407	4,046		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,956	41		
	24 Total operating and administrative expenses.				
Add lines 13 through 23	111,569	94,162	0	11,131	
25 Contributions, gifts, grants paid	849,628			849,628	
26 Total expenses and disbursements. Add lines 24 and 25	961,197	94,162	0	860,759	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-527,607				
b Net investment income (if negative, enter -0-)		346,482			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see Instructions.

HTA

Form 990-PF (2016)

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
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	283,075	232,804	232,804
	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)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	14,784,172	14,292,325	17,288,398
	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)	15,067,347	14,525,129	17,521,202
Net Assets or Fund Balances	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 ►)	0	0	
	23	Total liabilities (add lines 17 through 22)			
		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	15,067,347	14,525,129	
	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)	15,067,347	14,525,129	
	31	Total liabilities and net assets/fund balances (see instructions)	15,067,347	14,525,129	

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	15,067,347
2	Enter amount from Part I, line 27a	2	-527,607
3	Other increases not included in line 2 (itemize) ► Mutual Fund Timing Difference	3	1,609
4	Add lines 1, 2, and 3	4	14,541,349
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	16,220
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,525,129

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 Attached Statement					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
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					
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	-24,143	
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	0	

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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part Yes No

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	881,049	17,618,467	0.050007
2014	843,531	17,945,358	0.047006
2013	668,049	16,848,493	0.039650
2012	664,317	15,756,279	0.042162
2011	632,724	15,535,958	0.040726
2 Total of line 1, column (d)			2 0.219551
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 0.043910
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 17,182,248
5 Multiply line 4 by line 3			5 754,473
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,465
7 Add lines 5 and 6			7 757,938
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 860,759

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	3,465
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	2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	3	3,465
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
3	Add lines 1 and 2	5	3,465
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	7	
6	Credits/Payments	8	
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,944
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	5,944
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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	2,479
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ► 2,479 Refunded ►	11	0

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?	Yes	No
1a		X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	Yes	No
1b		X	
<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>			
1c	Did the foundation file Form 1120-POL for this year?	Yes	No
1c		X	
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?	Yes	No
2		X	
<i>If "Yes," attach a detailed description of the activities</i>			
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	Yes	No
3		X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
4a		X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
4b		N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	Yes	No
5		X	
<i>If "Yes," attach the statement required by General Instruction T</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	Yes	No
6		X	
•	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?		
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	Yes	No
7		X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
CO			
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	Yes	No
8b		X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	Yes	No
9		X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	Yes	No
10		X	

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	Yes	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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 100 N Main St MAC D4001-117 Winston Salem NC	Telephone no ► 888-730-4933	ZIP+4 ► 27101	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 ►	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6e and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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									
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	N/A		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A If "Yes," attach the statement required by Regulations section 53 4945–5(d)	<input 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? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No							6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No							7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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	
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	100,083			
-----	-----	-----	-----	-----	-----
-----	-----	-----	-----	-----	-----
-----	-----	-----	-----	-----	-----
-----	-----	-----	-----	-----	-----

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

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 **NONE**

2

3

1

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 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	17,070,487
b	Average of monthly cash balances	1b	373,420
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	17,443,907
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	17,443,907
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	261,659
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,182,248
6	Minimum investment return. Enter 5% of line 5	6	859,112

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	859,112
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,465
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,465
3	Distributable amount before adjustments Subtract line 2c from line 1	3	855,647
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	855,647
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	855,647

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	860,759
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 XI, line 4	4	860,759
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	3,465
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	857,294

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 Distrnbutable amount for 2016 from Part XI, line 7				855,647
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			448,158	
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				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4. ► \$ 860,759				
a Applied to 2015, but not more than line 2a			448,158	
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				412,601
e Remaining amount distributed out of corpus				
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	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				
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			0	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				443,046
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				
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 XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 849,628
<i>b Approved for future payment</i>				
NONE				
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					
5 Net rental income or (loss) from real estate			14	456,286	
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	-24,143	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a <u>OMG WORKING INTEREST</u>	211110	1,719			
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		1,719		432,143	0
13 Total Add line 12, columns (b), (d), and (e)					433,862

(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)
Not Applicable	

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)	X
	(2) Other assets	1a(2)	X
b	Other transactions.		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		
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.		1c

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

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

May the IRS discuss this return
with the preparer shown below
(see instructions)? Yes No

Signature of officer or trustee		Date	Title			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JOSEPH J CASTRIANO			4/20/2017		P01251603
	Firm's name ► PricewaterhouseCoopers, LLP				Firm's EIN ► 13-4008324	
Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777				Phone no	412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

HOLY NAME PROVINCE

Street

129 W 31ST ST

City

NEW YORK

State

NY

Zip Code

10001

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

849,628

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Amount	24,850	Short Term CG Distributions		0
1 AT&T INC	24,850% 8/15	02026RAY#8	X	Check "X" to include in Part IV	Check "X" if Purchaser is a Business	
2 ABBOTT LABS	0202824100	X	X	Purchaser	Acquisition Method	Date Acquired
3 ABBOTT LABS	0202824100	X	X			7/1/2013
4 ABBOTT LABS	0202824100	X	X			2/22/2005
5 ABBOTT LABS	0202824100	X	X			5/19/2012
6 BARCLAYS BANK PLC (P/L) PATH	06738C778	X	X			6/27/2016
7 BARCLAYS BANK PLC (P/L) PATH	06738C778	X	X			6/27/2016
8 CAMERON INT'L CORP	13342B105	X	X			6/27/2016
9 CAPITAL ONE FINANCIAL CO	14040B105	X	X			6/1/2015
10 CAPITAL ONE FINANCIAL CO	14040B105	X	X			3/22/2012
11 CREDIT SUISSE COMM RET	23544RS05	X	X			4/24/2012
12 DRIEHAUS ACTIVE INCOME F	262028855	X	X			1/2/2016
13 EMC CORP MASS	28864B102	X	X			1/30/2012
14 EMC CORP MASS	28864B102	X	X			1/12/2016
15 EXPRESS SCRIPTS HOLDING	32219G108	X	X			12/3/2012
16 FED FARM CREDIT BK 2040	3133EFTC1	X	X			12/29/2015
17 INTEL CORP	458140100	X	X			10/28/1989
18 INTEL CORP	458140100	X	X			6/6/2012
19 JOHNSON CONTROLS INC	478336107	X	X			11/30/2011
20 JOHNSON CONTROLS INC	478336107	X	X			6/8/2012
21 MERGER FUND-INST #301	59156R108	X	X			12/3/2013
22 METLIFE INC	59156R108	X	X			2/17/2012
23 METLIFE INC	59156R108	X	X			2/17/2012
24 METLIFE INC	59156R108	X	X			3/14/2012
25 CAPITAL ONE FINANCIAL CO	14040B105	X	X			5/30/2012
26 CITIGROUP INC	1300% 1	172967IG9	X			11/20/2013
27 METLIFE INC	59156R108	X	X			5/30/2012
28 NESTLE S A REGISTERED S	641069406	X	X			1/19/2012
29 NESTLE S A REGISTERED S	641069406	X	X			6/8/2012
30 PIMCO FOREIGN BD FD USD	693390882	X	X			12/1/2014
31 PIMCO FOREIGN BD FD USD	693390882	X	X			9/19/2016
32 PIMCO FOREIGN BD FD USD	693390882	X	X			4/19/2016
33 PIMCO FOREIGN BD FD USD	693390882	X	X			12/19/2016
34 METLIFE INC	59156R108	X	X			4/10/2012
35 PIMCO FOREIGN BOND UNH	722200520	X	X			7/28/2011
36 PIMCO FOREIGN BOND UNH	7226200520	X	X			9/19/2016
37 PIMCO FOREIGN BOND UNH	722200520	X	X			12/19/2016
38 STATE STREET CORP	887477103	X	X			6/10/2015
39 STATOIL ASA ADR	88771P102	X	X			13/22/2016
40 PRAAXIS INC COM	74005P104	X	X			1/30/2012
41 STATOIL ASA ADR	88771P102	X	X			6/27/2016
42 PORTFOLIO 21#1203	722935568	X	X			3/14/2012
43 PRUDENTIAL FINL INC	744320102	X	X			4/24/2012
44 RIDGEWORTH SEC NY BD-1	768287B65	X	X			5/30/2012
45 STATOIL ASA ADR	88771P102	X	X			6/27/2016
46 STOYL OIL INC	733537401	X	X			1/10/2016
47 PORTFOLIO 21#1203	742935568	X	X			3/10/2013
48 PRUDENTIAL FINL INC	744320102	X	X			6/19/2012
49 PRUDENTIAL FINL INC	744320102	X	X			8/31/2012
50 STATOIL ASA ADR	88771P102	X	X			1/30/2012
51 STRYKER CORP	883667101	X	X			1/14/2015
52 TWEED BROWNE FD GLOB	901165100	X	X			1/19/2012
53 WFDS TR SIC V AL FD NSL	949921845	X	X			4/6/2010
54 MEDTRONIC PLIC	949960L03	X	X			3/23/2016
55 UNION PACIFIC CORP	977616108	X	X			5/23/2013

Part I, Line 11 (990-PF) - Other Income

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1 OMG WORKING INTEREST	1,447	0	0

Part I, Line 16b (990-PF) - Accounting Fees

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	1,123			1,123

Part I, Line 18 (990-PF) - Taxes

		8,407	4,046	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	4,046	4,046		
2	Estimated Excise Payments	4,361			

Part I, Line 23 (990-PF) - Other Expenses

		1,956	41	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OMG ROYALTY EXPENSES	1,915	0		
2	ADR FEES	41	41		

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	TWEEDY BROWNE FD GLOBAL VALUE #1		0	48,320	68,658
2	MERGER FUND-INST #301		0	282,382	272,894
3	PAX WORLD SMALL CAP-INS #3068		0	200,000	227,561
4	DODGE & COX INTL STOCK FD #1048		0	130,000	116,868
5	WESTERN ASSET EMRG MK DEBT-I #890		0	500,000	486,800
6	T ROWE PRICE INST EM MKT EQ #146		0	150,000	106,636
7	INVESCO INTL GROWTH-Y #8516		0	73,090	87,754
8	ISHARES RUSSELL MID-CAP ETF		0	257,013	597,392
9	VANGUARD HIGH YIELD CORP ADM #529		0	100,000	100,172
10	DOMINI IMPACT INTL EQ-INST #330		0	119,412	145,405
11	DRIEHAUS ACTIVE INCOME FUND		0	368,850	347,5C5
12	COHEN & STEERS INSTL RLTY SHRS #124		0	108,000	90,429
13	PIMCO COMMODITY REAL RET STRAT-#4		0	100,000	38,438
14	VANGUARD REIT VIPER		0	424,715	655,288
15	VANGUARD FTSE EMERGING MARKETS E		0	65,457	58,321
16	JPMORGAN HIGH YIELD FUND SS #3580		0	531,874	512,811
17	DIV CAP DIVERSIFIED PROPERTY FD CL		0	197,547	201,314
18	AVE MARIA CATHOLIC VALUES FUND #40		0	363,751	347,837
19	SPDR DJ WILSHIRE INTERNATIONAL REA		0	178,574	150,995
20	BOSTON P LNG/SHRT RES-INS #83		0	115,000	120,051
21	CREDIT SUISSE COMM RET ST-I #2156		0	201,497	231,409
22	NATRONA CO. WYOMING MI000801		0	1	1
23	SWEETWATER CO .WYO MI000802		0	1	1
24	KIMBERLY-CLARK 7 500% 1/01/18		0	330,875	276,693
25	MERRILL LYNCH & CO 6 875% 11/15/18		0	122,936	108,733
26	FED HOME LN BK 2 375% 3/12/21		0	100,888	101,558
27	FED NATL MTG ASSN 1 750% 6/20/19		0	99,896	101,049
28	TJX COS INC 2 750% 6/15/21		0	101,181	101,734
29	US TREASURY NOTE - 1 625% 6/30/19		0	99,723	100,746
30	FED NAIL MIG ASSN 1 750% 9/12/19		0	100,155	100,950
31	FED HOME LN MTG CORP 3 750% 3/27/19		0	144,374	158,016
32	MICROSOFT CORP 4 200% 6/01/19		0	110,767	106,262
33	PRUDENTIAL FINANCIAL 7 375% 6/15/19		0	324,695	281,428
34	VODAFONE GROUP PLC 5 450% 6/10/19		0	112,771	107,762
35	EDG RESOURCES INC 4 100% 2/01/21		0	151,914	151,346
36	FED FARM CREDIT BK 2 300% 6/17/21		0	106,511	102,064
37	AMAZON COM INC 2 600% 12/05/19		0	111,459	107,779
38	FED HOME LN BK 4 125% 3/13/20		0	100,028	101,641
39	JPMORGAN CHASE & CO 4 250% 10/15/20		0	268,703	264,390
40	EOG RESOURCES INC 4 100% 2/01/21		0	272,810	263,468
41	FED HOME LN BK 3 125% 12/08/17		0	98,792	99,977
42	FED HOME LN MTG CORP 2 375% 1/13/22		0	116,399	102,984
43	AFLAC INC 4 000% 2/15/22		0		
44	NORTHERN TRUST CORP 2 375% 8/02/22		0		
45	AIR PRODUCTS & CHEM I 200% 10/15/17		0		
46	AMERICAN EXPRESS 6 150% 8/28/17		0		

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	FED NATL MTG ASSN 1.875% 9/18/18		0	152,256	151,739
48	EATON CORP 5.600% 5/15/18		0	114,916	105,119
49	FED NATL MTG ASSN 1.625% 11/27/18		0	150,230	151,131
50	US BANCORP 1.950% 11/15/18		0	102,142	100,509
51	STATOIL ASA 1.950% 11/08/18		0	100,310	100,323
52	FED FARM CREDIT BK 4.250% 4/16/18		0	110,386	103,897
53	APPLE INC		240,815		335,646
54	CVS HEALTH CORPORATION		199,981		184,255
55	CISCO SYSTEMS INC		195,524		221,120
56	COLGATE PALMOLIVE CO		106,649		150,185
57	CUMMINS INC		150,609		196,805
58	WALT DISNEY CO		146,029		323,082
59	GENERAL MILLS INC		137,010		215,886
60	GILEAD SCIENCES INC		73,727		221,633
61	HOME DEPOT INC		52,503		231,288
62	ILLINOIS TOOL WORKS INC		125,426		167,770
63	INTEL CORP		110,041		170,288
64	KIMBERLY CLARK CORP COM		108,639		154,062
65	MICROSOFT CORP		142,152		327,478
66	PNC FINANCIAL SERVICES GROUP		122,798		240,353
67	PRAXAIR INC COM		123,272		121,878
68	SCHEIN HENRY INC		159,518		155,503
69	SCHLUMBERGER LTD		120,531		135,160
70	SNAP ON INC		123,809		215,800
71	STRYKER CORP		133,808		303,119
72	TJX COMPANIES INC		93,283		177,682
73	V/F CORP		136,170		168,319
74	NEWELL BRANDS, INC		122,876		129,485
75	COSTCO WHOLESALE CORP		109,557		204,941
76	EOG RESOURCES, INC		179,349		174,903
77	UNITED PARCEL SERVICE-CL B		127,821		188,010
78	LABORATORY CRP OF AMER HLDGS		119,538		121,319
79	BLACKROCK INC		97,217		116,065
80	TIME WARNER INC		152,155		216,710
81	VERIZON COMMUNICATIONS		188,767		187,898
82	JPMORGAN CHASE & CO		148,588		349,475
83	US BANCORP		199,943		229,624
84	MEDTRONIC PLC		247,684		231,498
85	ACCENTURE PLC		112,855		231,917
86	FMC TECHNOLOGIES INC		93,315		130,573
87	3M CO		122,874		131,606
88	ALPHABET INC CL C		76,180		204,532
89	ALPHABET INC CL A		94,507		255,961
90	NXP SEMICONDUCTORS NV		117,185		147,015
91	SPECTRA ENERGY CORP		150,280		200,519
92	TRAVELERS COMPANIES, INC		143,611		148,128

Part II, Line 13 (990-PF) - Investments - Other

		14,784,272	14,292,325	17,288,398
	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93	Asset Description			
93	DISCOVER FINANCIAL SERVICES		183,566	236,455
94	VISA INC-CLASS A SHRS		222,561	261,055
95				

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1 Mutual Fund Timing Difference	1	1,609
2 Total	2	1,609

Line 5 - Decreases not included in Part III, Line 2

1 Mutual Fund Timing Difference	1	3,282
2 PY Return of Capital Adjustment	2	11,780
3 Cost Basis Adjustment	3	1,158
4 Total	4	16,220

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VI, Line 6a (990-PF) - Estimated Tax Payments

- 1 Credit from prior year return
- 2 First quarter estimated tax payment
- 3 Second quarter estimated tax payment
- 4 Third quarter estimated tax payment
- 5 Fourth quarter estimated tax payment
- 6 Other payments
- 7 Total

	Date	Amount
1		1,583
2		
3	6/10/2016	1,389
4	9/12/2016	1,486
5	12/12/2016	1,486
6		
7		5,944

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distrbutable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	448,158
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	448,158

Supplemental Information:

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

Wells Fargo Bank N.A
100 N Main Street Mac 4001-117
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.