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 separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: WHEELER FOUNDATION - AGY - MAIN

A Employer identification number: 87-0503163

Number and street (or P O box number if mail is not delivered to street address): 1525 WEST WT HARRIS BLVD

Room/suite:

B Telephone number (see instructions): 801-583-3593

City or town, state or province, country, and ZIP or foreign postal code: CHARLOTTE, NC 28262

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 87,001,401

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,532	2,532		STMT 1
	4 Dividends and interest from securities	1,882,162	1,771,268		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-111,735			
	b Gross sales price for all assets on line 6a 55,971,979				
	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)	734,798	389,459		STMT 8
	12 Total. Add lines 1 through 11	2,507,757	2,163,259		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	37,500	NONE		37,500
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 9	346,077	259,558		86,519
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 10	34,669	34,669		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 11	144,236	127,347		16,889
	24 Total operating and administrative expenses. Add lines 13 through 23	562,482	421,574	NONE	140,908
	25 Contributions, gifts, grants paid	4,470,103			4,470,103
	26 Total expenses and disbursements. Add lines 24 and 25	5,032,585	421,574	NONE	4,611,011
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,524,828			
	b Net investment income (if negative, enter -0-)		1,741,685		
	c Adjusted net income (if negative, enter -0-)				

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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	261,941.		
	2 Savings and temporary cash investments	5,391,304.	5,667,887.	5,667,887.
	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 ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule) STMT 12	6,139,195.	7,062,855.	6,862,242.
	b Investments - corporate stock (attach schedule) STMT 13	52,953,221.	51,228,477.	52,675,019.
	c Investments - corporate bonds (attach schedule) STMT 18	14,157,792.	13,083,771.	12,873,632.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 20	10,215,646.	8,995,562.	8,922,621.
	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)	89,119,099.	86,038,552.	87,001,401.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27 Capital stock, trust principal, or current funds	89,119,099.	86,038,552.	
	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)	89,119,099.	86,038,552.	
	31 Total liabilities and net assets/fund balances (see instructions)	89,119,099.	86,038,552.	

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	89,119,099.
2	Enter amount from Part I, line 27a	2	-2,524,828.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 24	3	155,937.
4	Add lines 1, 2, and 3	4	86,750,208.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 25	5	711,656.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	86,038,552.

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	PUBLICLY TRADED SECURITIES			
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	55,971,979.		56,083,714.	-111,735.
b				
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				-111,735.
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** -111,735.

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 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	4,519,589.	89,325,296.	0.050597
2014	4,269,489.	91,012,775.	0.046911
2013	812,173.	86,538,701.	0.009385
2012	426,399.	21,976,831.	0.019402
2011	NONE	3,218,286.	NONE

2	**Total** of line 1, column (d)	2	0.126295
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	0.025259
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	84,989,778.
5	Multiply line 4 by line 3	5	2,146,757.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	17,417.
7	Add lines 5 and 6	7	2,164,174.
8	Enter qualifying distributions from Part XII, line 4	8	4,611,011.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ____ **(attach copy of letter if necessary - see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	17,417.
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	17,417.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	17,417.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 56,211.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	56,211.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	38,794.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 17,420. **Refunded** ▶	11	21,374.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ UT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 26 Telephone no. ▶

Located at ▶ ZIP+4 ▶

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

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ , , ,			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 27		37,500.		

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ 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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	80,249,897.
b	Average of monthly cash balances	1b	6,034,142.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	86,284,039.
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	NONE
3	Subtract line 2 from line 1d	3	86,284,039.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,294,261.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	84,989,778.
6	**Minimum investment return.** Enter 5% of line 5	6	4,249,489.

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	4,249,489.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	17,417.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	17,417.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	4,232,072.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	4,232,072.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	4,232,072.

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	4,611,011.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,611,011.
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	17,417.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,593,594.

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				4,232,072.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			4,181,854.	
b Total for prior years 20 14 ,20___,20___		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011 ... NONE				
b From 2012 ... NONE				
c From 2013 ... NONE				
d From 2014 ... NONE				
e From 2015 ... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 4,611,011.				
a Applied to 2015, but not more than line 2a			4,181,854.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				429,157.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 (*If an amount appears in column (d), the same amount must be shown in column (a).*)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
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				3,802,915.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012 ... NONE				
b Excess from 2013 ... NONE				
c Excess from 2014 ... NONE				
d Excess from 2015 ... NONE				
e Excess from 2016 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 foundation 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).)

N/A

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.

N/A

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

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

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

SEE STATEMENT 29

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	NONE	PC	GENERAL SUPPORT	4,470,103.
Total . . . . . . ▶ 3a				4,470,103.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

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			14	2,532.	
4 Dividends and interest from securities			14	1,882,162.	
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	-111,735.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b PARTNERSHIP RECEIP			10	734,798.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				2,507,757.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 2,507,757.

(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	1c		X

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Mary Katherine W. Younker 11/6/17 ▶ TREAS/DIRECTOR

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CYNTHIA PETERS, AVP	Cynthia Peters	10/25/2017		P00116953
Firm's name ▶ WELLS FARGO BANK, N.A.			Firm's EIN ▶ 94-3080771	
Firm's address ▶ 1525 W W.T. HARRIS BLVD. D1114-044 CHARLOTTE, NC 28262			Phone no 800-691-8916	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SECURED MARKET DEPOSIT ACCOUNT	2,532.	2,532.
TOTAL	2,532.	2,532.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INC 3.625% 6/15/23	9,063.	9,063.
AT&T INC 5.800% 2/15/19	14,500.	14,500.
AMERICAN ASSETS TRUST INC	8,372.	8,372.
AMERICAN CAMPUS CMNTYS INC	5,155.	1,593.
AMERICAN EXPRESS CRE 2.250% 8/15/19	5,625.	5,625.
AMERICAN TOWER CORP	11,067.	11,067.
AMERIPRISE FINL INC	3,631.	3,631.
AMERIPRISE FINANCIAL 3.700% 10/15/24	9,250.	9,250.
AMGEN INC 2.125% 5/15/17	5,313.	5,313.
APARTMENT INVT & MGMT CO CL A	6,273.	6,273.
APPLE INC	21,858.	21,858.
ARIZONA PUBLIC SERVI 2.200% 1/15/20	6,490.	6,490.
ASSOC BANC-CORP 2.750% 11/15/19	6,875.	6,875.
AVALONBAY CMNTYS INC	4,406.	4,406.
BECTON DICKINSON 3.125% 11/08/21	7,813.	7,813.
BLACKROCK INC	5,189.	5,189.
BLACKROCK INC 3.500% 3/18/24	8,750.	8,750.
BOEING CO	14,138.	14,138.
BOSTON PROPERTIES INC COM	9,074.	9,074.
BUNGE LIMITED FINANC 3.200% 6/15/17	8,000.	8,000.
CME GROUP INC	16,970.	16,970.
CVS HEALTH CORPORATION	6,066.	6,066.
CAPITAL ONE MULTI-AS 1.600% 5/17/21	6,400.	6,400.
CARDINAL HEALTH INC COM	1,852.	1,852.
CATERPILLAR INC 1.500% 6/26/17	3,750.	3,750.
CELANESE CORP	6,283.	6,283.
CELGENE CORP 1.900% 8/15/17	9,500.	9,500.
CHESAPEAKE LODGING TRUST	8,750.	7,783.
CHEVRON CORP	6,377.	6,377.
CISCO SYSTEMS INC	11,960.	11,960.
CITIGROUP INC.	3,119.	3,119.
CITIGROUP INC 3.750% 6/16/24	9,375.	9,375.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COCA-COLA CO/THE 1.650% 3/14/18	4,125.	4,125.
COMCAST CORP CLASS A	5,792.	5,792.
CORESITE REALTY CORP	15,373.	15,373.
COSTCO WHOLESALE COR 1.125% 12/15/17	2,813.	2,813.
CROWN CASTLE INTL CORP	18,462.	16,544.
CUMMINS INC.	9,882.	9,882.
DDR CORP	7,183.	3,319.
DANAHER CORP	978.	978.
JOHN DEERE CAPITAL 2.000% 1/13/17	3,000.	3,000.
DISCOVER CARD EXECUT 1.900% 10/17/22	8,075.	8,075.
WALT DISNEY CO	3,982.	3,982.
E.I. DU PONT DE NEMO 2.800% 2/15/23	14,000.	14,000.
DUKE REALTY CORPORATION	1,859.	1,859.
EPR PROPERTIES	15,367.	14,247.
ECOLAB INC	2,158.	2,158.
ECOLAB INC 3.000% 12/08/16	7,500.	7,500.
EQUINIX INC	9,527.	9,527.
EQUITY RESIDENTIAL PPTYS TR SH BEN	1,349.	1,349.
EXTRA SPACE STORAGE INC	16,283.	16,283.
EXXON MOBIL CORPORATION	4,334.	4,334.
FED HOME LN BK 2.000% 9/09/16	10,000.	10,000.
FED HOME LN BK 5.770% 3/23/18	6,246.	6,246.
FED HOME LN BK 5.250% 4/15/16	13,125.	13,125.
FED NATL MTG ASSN 1.500% 6/22/20	15,000.	15,000.
FED HOME LN MTG CORP 3.000% 8/15/42	21,500.	21,500.
FED HOME LN MTG CORP 2.000% 8/25/16	10,000.	10,000.
FEDERATED RETAIL HOL 5.900% 12/01/16	14,750.	14,750.
FIFTH THIRD BANCORP 2.375% 4/25/19	5,938.	5,938.
FIRST INDL RLTY TR INC COM	6,054.	5,826.
FIRST POTOMAC RLTY TR	8,145.	
FORTIVE CORP	642.	642.
FORTUNE BRANDS HOME & SECURITY	2,231.	2,231.
GEO GROUP INC/THE	23,985.	18,708.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GENERAL ELEC CAP COR 3.150% 9/07/22	7,875.	7,875.
GENERAL GROWTH PROPERTIE-W/I	12,124.	12,124.
GILEAD SCIENCES INC	6,308.	6,308.
GOLDMAN SACHS GROUP INC	1,112.	1,112.
GOLDMAN SACHS GROUP 6.150% 4/01/18	15,375.	15,375.
GOVT NATL MTG ASSN 3.000% 6/20/38	10,266.	10,266.
GOVT NATL MTG ASSN 4.000% 10/20/39	13,557.	13,557.
HCP INC	77,691.	14,628.
HSBC - ADR	4,473.	4,473.
HOME DEPOT INC	6,549.	6,549.
HOME DEPOT INC 3.750% 2/15/24	9,375.	9,375.
HONEYWELL INTERNATIO 5.000% 2/15/19	15,139.	15,139.
HOST HOTELS & RESORTS, INC.	7,419.	7,419.
INTERCONTINENTAL EXCHANGE, INC	2,083.	2,083.
INTUIT COM	1,378.	1,378.
ISHARES MSCI EAFE ETF	213,861.	213,861.
ISHARES RUSSELL 2000 ETF	55,546.	55,546.
ISHARES S&P SMALL-CAP 600 VALUE	4,783.	4,783.
JPMORGAN CHASE & CO	9,207.	9,207.
JPMORGAN CHASE & CO 4.250% 10/15/20	10,625.	10,625.
JP MORGAN CHASE COMM 5.420% 1/15/49	17,459.	17,459.
JOHNSON CONTROLS INC	2,535.	2,535.
KLA-TENCOR CORP 4.125% 11/01/21	9,281.	9,281.
KELLOGG CO 3.250% 5/21/18	8,125.	8,125.
KILROY REALTY CORP COM	2,326.	2,326.
KIMCO RLTY CORP	12,258.	10,946.
KINDER MORGAN ENER 4.150% 2/01/24	10,375.	10,375.
LAB CORP OF AMER HLD 2.200% 8/23/17	5,500.	5,500.
LASALLE HOTEL PROPERTIES COM	4,758.	4,758.
ESTEE LAUDER COMPANIES INC	2,252.	2,252.
ELI LILLY & CO COM	3,679.	3,679.
LOWE'S COMPANIES INC 1.625% 4/15/17	4,063.	4,063.
MERRILL LYNCH/COUNTR 5.172% 12/12/49	10,888.	10,888.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MANULIFE FINANCIAL CORP	5,893.	5,893.
MARSH & MCLENNAN COS 3.500% 6/03/24	8,750.	8,750.
MCDONALD'S CORP 2.625% 1/15/22	6,563.	6,563.
MCGRAW-HILL FINANCIAL INC	657.	657.
MCKESSON CORP	1,448.	1,448.
MEDICAL PPTYS TR INC	11,643.	9,043.
MERCK & CO INC 5.000% 6/30/19	12,500.	12,500.
MERCK & CO INC NEW	3,938.	3,938.
MICROSOFT CORP	21,362.	21,362.
MID AMERICA APARTMENT COM	15,114.	15,114.
MONDELEZ INTERNATIONAL INC	4,236.	760.
MONSANTO CO NEW	7,963.	7,963.
NATIONAL RETAIL PPTYS INC	12,460.	10,596.
NESTLE S.A. REGISTERED SHARES - ADR	5,120.	5,120.
NIKE INC CL B	3,347.	3,347.
NISSAN AUTO RECEIVAB 1.370% 5/15/20	5,480.	5,480.
NORTHERN TRUST CORP 3.375% 8/23/21	8,438.	8,438.
OMNICOM GROUP INC 6.250% 7/15/19	15,625.	15,625.
ORACLE CORPORATION	735.	735.
OUTFRONT MEDIA INC	15,640.	15,640.
PNC FINANCIAL SERVICES GROUP	3,790.	3,790.
PPG INDUSTRIES INC	2,824.	2,824.
PNC BANK NA 2.250% 7/02/19	5,625.	5,625.
PEPSICO INC 3.125% 11/01/20	7,813.	7,813.
PIEDMONT OFFICE REALTY TRU-A	6,804.	5,564.
PROCTER & GAMBLE CO 4.700% 2/15/19	14,296.	14,296.
PROLOGIS INC	9,239.	9,239.
PRUDENTIAL FINANCIAL 3.500% 5/15/24	8,750.	8,750.
PUBLIC SERVICE ELECT 3.000% 5/15/25	5,400.	5,400.
PUBLIC STORAGE INC COM	5,110.	5,110.
RLJ LODGING TRUST	11,424.	11,424.
RAMCO-GERSHENSON PPTYS TR COM	3,889.	3,889.
RAYTHEON COMPANY 3.125% 10/15/20	7,813.	7,813.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROCHE HOLDINGS LTD - ADR	6,222.	6,222.
S&P GLOBAL INC	1,213.	1,213.
SPDR S & P 500 ETF TRUST	15,720.	15,720.
SPDR S&P MIDCAP 400 ETF TRUST	43,118.	43,118.
SABRA HEALTH CARE REIT -	10,855.	4,568.
SCHLUMBERGER LTD	6,513.	6,513.
SIMON PROPERTY GROUP INC	28,515.	28,515.
STAG INDUSTRIAL INC	8,474.	5,759.
STARBUCKS CORP COM	2,856.	2,856.
SUNCOR ENERGY INC NEW F	5,999.	5,999.
SUNTRUST BANKS INC 2.500% 5/01/19	6,250.	6,250.
TJX COMPANIES INC	3,406.	3,406.
TARGET CORP	8,476.	8,476.
TARGET CORP 2.900% 1/15/22	14,500.	14,500.
THERMO FISHER SCIENTIFIC INC	915.	915.
3M COMPANY 1.375% 9/29/16	3,438.	3,438.
TOTAL S.A. - ADR	11,445.	11,445.
TRACTOR SUPPLY CO COM	2,900.	2,900.
UNION PACIFIC CORP	9,153.	9,153.
UNITED PARCEL SERVICE-CL B	6,329.	6,329.
UNITED PARCEL SERVIC 3.125% 1/15/21	7,813.	7,813.
US BANCORP 3.000% 3/15/22	7,500.	7,500.
US TREASURY NOTE 2.000% 8/15/25	15,766.	15,766.
US TREASURY NOTE 1.875% 10/31/22	18,492.	18,492.
US TREASURY NOTE 1.625% 5/15/26	11,569.	11,569.
US TREASURY NOTE 0.625% 5/31/17	3,876.	3,876.
US TREASURY NOTE 2.125% 5/15/25	10,625.	10,625.
UNITED TECHNOLOGIES 3.100% 6/01/22	7,750.	7,750.
UNITEDHEALTH GROUP INC	7,944.	7,944.
UNITEDHEALTH GROUP 2.750% 2/15/23	6,875.	6,875.
VANGUARD FTSE EMERGING MARKETS ETF	112,004.	112,004.
VANGUARD FTSE EUROPE ETF	47.	47.
VENTAS INC COM	11,234.	11,234.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VISA INC-CLASS A SHRS	2,006.	2,006.
WAL-MART STORES INC 4.250% 4/15/21	21,250.	21,250.
WF ULTR SHORT-TRMINCOME-I#3104	8,042.	8,042.
GAI MESIROW INSIGHT FUND, LLC	38,888.	38,888.
ACCENTURE PLC	1,760.	1,760.
EATON CORP PLC	3,256.	
PERRIGO CO PLC	332.	332.
TOTAL	1,882,162.	1,771,268.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERS GROUP K-1 80-0524756		320,921.
NB PRIVATE DEBT ASP FD 46-5549037	712,596.	142,523.
TRICADIA CREDIT STRAT 46-4374264	22,202.	
YORK MULTI-STRAT 46-4378505		-73,985.
TOTALS	734,798.	389,459.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
WELLS FARGO - MGMT FEES	346,077.	259,558.	86,519.
TOTALS	346,077.	259,558.	86,519.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	9,182.	9,182.
FOREIGN TAXES ON QUALIFIED FOR	19,352.	19,352.
FOREIGN TAXES ON NONQUALIFIED	6,135.	6,135.
TOTALS	34,669.	34,669.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOUNDATION MEETING EXPENSES	15,389.		15,389.
BOARD INSURANCE	750.		750.
EXPONENT PHILANTHROPY- RENEWAL	750.		750.
OPTION STRATEGIES FEES	127,135.	127,135.	
ADR FEES	212.	212.	
TOTALS	144,236.	127,347.	16,889.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
313370TW8 FED HOME LN BK	517,310.		
3133XFAY2 FED HOME LN BK	557,395.		
3137EACW7 FED HOME LN MTG CORP	515,521.		
3135G0D75 FED NATL MTG ASSN	997,333.	997,333.	995,340.
912828K74 US TREASURY NOTE	1,075,773.	1,075,773.	1,065,537.
912828M49 US TREASURY NOTE	992,383.	992,383.	986,720.
912828SY7 US TREASURY NOTE	998,595.		
912828XB1 US TREASURY NOTE	484,885.	484,885.	490,155.
912828R36 US TREASURY NOTE		2,515,020.	2,331,250.
912828T42 US TREASURY NOTE		997,461.	993,240.
TOTALS	6,139,195.	7,062,855.	6,862,242.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
008252108 AFFILIATED MANAGERS	222,020.		
024835100 AMERICAN CAMPUS CMNT	192,825.	192,160.	223,965.
03027X100 AMERICAN TOWER CORP	483,971.	483,971.	538,968.
037833100 APPLE INC	1,524,718.	1,199,149.	1,163,412.
04314H808 ARTISAN INTL SMALL C	1,820,442.		
084670702 BERKSHIRE HATHAWAY I	371,428.	747,702.	803,654.
09247X101 BLACKROCK INC	160,151.	268,812.	281,600.
097023105 BOEING CO	308,520.	768,705.	798,016.
101121101 BOSTON PROPERTIES IN	388,020.	204,113.	235,083.
12572Q105 CME GROUP INC	247,411.	594,039.	621,275.
126650100 CVS HEALTH CORPORATI	335,933.	463,455.	370,482.
150870103 CELANESE CORP	286,689.	514,829.	575,511.
166764100 CHEVRON CORP		638,312.	695,019.
17275R102 CISCO SYSTEMS INC	326,562.	697,185.	699,019.
172967424 CITIGROUP INC.	270,961.	556,423.	624,966.
20030N101 COMCAST CORP CLASS A	318,857.	366,131.	376,944.
231021106 CUMMINS INC.	243,963.	500,221.	533,286.
254687106 WALT DISNEY CO	417,483.	468,018.	460,236.
26884U109 EPR PROPERTIES	278,337.	278,131.	322,965.
30225T102 EXTRA SPACE STORAGE	474,125.	474,125.	478,888.
30231G102 EXXON MOBIL CORPORAT		500,846.	521,613.
36162J106 GEO GROUP INC/THE	536,424.		
375558103 GILEAD SCIENCES INC	204,406.	655,989.	590,281.
38141G104 GOLDMAN SACHS GROUP	163,661.		
40414L109 HCP INC	407,718.	407,718.	279,368.
404280406 HSBC - ADR	170,314.		
464286772 ISHARES MSCI SOUTH K	373,463.		
464287465 ISHARES MSCI EAFE ET	2,078,850.	6,781,397.	6,524,587.
464287655 ISHARES RUSSELL 2000	3,040,271.	4,632,134.	4,802,413.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
464289529 ISHARES S&P INDIA NI	588,655.		
46625H100 JPMORGAN CHASE & CO	296,222.	734,726.	901,817.
478366107 JOHNSON CONTROLS INC	225,792.		
58155Q103 MCKESSON CORP	275,489.		
58933Y105 MERCK & CO INC NEW		433,494.	426,101.
594918104 MICROSOFT CORP	595,080.	823,979.	962,859.
641069406 NESTLE S.A. REGISTER	174,816.		
68389X105 ORACLE CORPORATION	201,836.		
74925K581 BOSTON P LNG/SHRT RE	750,000.		
771195104 ROCHE HOLDINGS LTD -	202,407.		
78462F103 SPDR S & P 500 ETF T		1,105,868.	1,117,650.
78467Y107 SPDR S&P MIDCAP 400	3,148,090.	3,910,639.	4,082,407.
806857108 SCHLUMBERGER LTD	325,711.	113,184.	100,740.
872540109 TJX COMPANIES INC	228,309.	490,110.	500,892.
87612E106 TARGET CORP	257,603.	478,648.	475,562.
88019R690 TEMPLETON EMER MKT S	1,772,869.		
883556102 THERMO FISHER SCIENT	231,237.	422,583.	413,846.
89151E109 TOTAL S.A. - ADR	241,382.		
907818108 UNION PACIFIC CORP	669,360.	738,190.	688,332.
911312106 UNITED PARCEL SERVIC	171,410.	367,122.	367,880.
91324P102 UNITEDHEALTH GROUP I	321,724.	832,910.	881,660.
G29183103 EATON CORP PLC	208,886.		
015351109 ALEXION PHARMACEUTIC	177,770.	660,167.	611,383.
016255101 ALIGN TECHNOLOGY INC	167,462.		
02079K107 ALPHABET INC CL C	885,683.	691,533.	734,001.
023135106 AMAZON COM INC COM	310,221.	404,639.	431,925.
03076C106 AMERIPRISE FINL INC	198,750.		
03748R101 APARTMENT INVT & MGM	369,564.	420,930.	515,585.
04314H402 ARTISAN INTERNATIONA	1,523,263.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
053484101 AVALONBAY CMNTYS INC	205,067.	205,067.	212,580.
101137107 BOSTON SCIENTIFIC CO	223,657.		
14149Y108 CARDINAL HEALTH INC	232,243.		
151020104 CELGENE CORP COM	333,654.	638,494.	692,880.
156782104 CERNER CORP COM	181,180.		
165240102 CHESAPEAKE LODGING T	150,656.	150,656.	142,230.
169656105 CHIPOTLE MEXICAN GRI	169,855.		
20605P101 CONCHO RESOURCES INC	166,483.	629,489.	592,722.
21870Q105 CORESITE REALTY CORP	369,804.	301,363.	433,360.
22822V101 CROWN CASTLE INTL CO	471,941.	471,941.	485,912.
23317H102 DDR CORP	212,025.		
235851102 DANAHER CORP	162,148.		
264411505 DUKE REALTY CORPORAT	278,454.		
278865100 ECOLAB INC	192,369.		
29444U700 EQUINIX INC	361,046.	361,046.	486,435.
29476L107 EQUITY RESIDENTIAL P	205,513.		
30303M102 FACEBOOK INC	496,588.	417,515.	506,680.
32054K103 FIRST INDL RLTY TR I	181,085.	181,085.	235,620.
33610F109 FIRST POTOMAC RLTY T	208,597.	208,597.	198,557.
34964C106 FORTUNE BRANDS HOME	221,143.		
370023103 GENERAL GROWTH PROPE	506,951.	506,951.	442,146.
437076102 HOME DEPOT INC	275,522.		
44107P104 HOST HOTELS & RESORT	216,836.	216,836.	237,384.
45866F104 INTERCONTINENTAL EXC	186,894.		
461202103 INTUIT COM	110,457.		
464286608 ISHARES MSCI EUROZON	2,670,386.		
464287879 ISHARES S&P SMALL-CA	1,287,757.		
49446R109 KIMCO RLTY CORP	437,904.	543,304.	524,888.
517942108 LASALLE HOTEL PROPER	121,400.	121,400.	124,653.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
518439104 ESTEE LAUDER COMPANI	203,000.		
580645109 MCGRAW-HILL FINANCIA	163,644.		
58463J304 MEDICAL PPTYS TR INC	197,361.	197,361.	179,580.
59522J103 MID AMERICA APARTMEN	374,073.	445,459.	500,567.
596278101 MIDDLEBY CORP	167,278.		
609207105 MONDELEZ INTERNATION	189,691.		
61166W101 MONSANTO CO NEW	456,661.		
61174X109 MONSTER BEVERAGE COR	254,567.		
637417106 NATIONAL RETAIL PPTY	252,525.	252,525.	309,400.
654106103 NIKE INC CL B	260,113.		
69007J106 OUTFRONT MEDIA INC	265,992.	265,783.	286,005.
693475105 PNC FINANCIAL SERVIC	228,139.		
693506107 PPG INDUSTRIES INC	192,665.		
720190206 PIEDMONT OFFICE REAL	207,851.	207,851.	225,828.
741503403 THE PRICELINE GROUP	323,386.		
74340W103 PROLOGIS INC	505,396.	505,396.	649,317.
74460D109 PUBLIC STORAGE INC C	158,020.	158,020.	156,450.
74965L101 RLJ LODGING TRUST	214,771.	214,771.	205,716.
78573L106 SABRA HEALTH CARE RE	187,201.	186,137.	158,730.
79466L302 SALESFORCE COM INC	237,324.	594,627.	575,201.
828806109 SIMON PROPERTY GROUP	813,426.	813,426.	781,748.
85254J102 STAG INDUSTRIAL INC	130,531.	130,230.	145,607.
855244109 STARBUCKS CORP COM	278,306.		
858912108 STERICYCLE INC COM	279,119.		
867224107 SUNCOR ENERGY INC NE	305,603.		
87817A107 TEAM HEALTH HOLDINGS	232,078.		
892356106 TRACTOR SUPPLY CO CO	353,069.		
922042858 VANGUARD FTSE EMERGI	2,381,699.	4,101,308.	4,175,419.
922042874 VANGUARD FTSE EUROPE	8,274.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
92276F100 VENTAS INC COM	205,250.	205,250.	256,332.
92345Y106 VERISK ANALYTICS INC	185,976.		
92826C839 VISA INC-CLASS A SHR	386,165.		
966244105 WHITEWAVE FOODS CO	224,275.		
G0177J108 ALLERGAN PLC	198,273.		
G1151C101 ACCENTURE PLC	157,310.	215,564.	204,509.
G50871105 JAZZ PHARMACEUTICALS	162,182.		
G66721104 NORWEGIAN CRUISE LIN	244,775.		
G97822103 PERRIGO CO PLC	171,065.		
N6596X109 NXP SEMICONDUCTORS N	191,458.		
024013104 AMERICAN ASSETS TRUS		312,943.	357,090.
192446102 COGNIZANT TECH SOLUT		506,600.	517,045.
19625X102 COLONY STARWOOD HOME		215,379.	223,076.
22002T108 CORPORATE OFFICE PRO		213,834.	233,931.
34959J108 FORTIVE CORP		407,232.	441,965.
49427F108 KILROY REALTY CORP C		214,465.	217,024.
56501R106 MANULIFE FINANCIAL C		633,298.	610,674.
751452202 RAMCO-GERSHENSON PPT		254,987.	213,567.
TOTALS	52,953,221.	51,228,477.	52,675,019.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
001055AL6 AFLAC INC	243,748.	243,748.	258,795.
00206RAR3 AT&T INC	285,250.	285,250.	268,808.
0258M0DP1 AMERICAN EXPRESS CRE	249,133.	249,133.	251,393.
03076CAG1 AMERIPRISE FINANCIAL	253,470.	253,470.	255,445.
031162BQ2 AMGEN INC	258,148.	258,148.	250,815.
045487AA3 ASSOC BANC-CORP	250,685.	250,685.	250,643.
075887BA6 BECTON DICKINSON	269,645.	269,645.	256,308.
09247XAL5 BLACKROCK INC	255,060.	255,060.	258,920.
120568AV2 BUNGE LIMITED FINANC	262,600.	262,600.	251,883.
149123BZ3 CATERPILLAR INC	253,368.	253,368.	250,323.
151020AG9 CELGENE CORP	507,670.	507,670.	501,600.
172967HT1 CITIGROUP INC	254,390.	254,390.	254,615.
191216AY6 COCA-COLA CO/THE	255,745.	255,745.	250,850.
22160KAE5 COSTCO WHOLESALE COR	249,325.	249,325.	249,758.
24422ERL5 JOHN DEERE CAPITAL	155,081.	155,081.	150,035.
263534CK3 E.I. DU PONT DE NEMO	501,640.	501,640.	491,465.
278865AK6 ECOLAB INC	267,680.		
314275AA6 FEDERATED RETAIL HOL	282,580.		
31677QBB4 FIFTH THIRD BANCORP	250,938.	250,938.	251,880.
36962G6F6 GENERAL ELEC CAP COR	255,815.	255,815.	255,325.
38141GFM1 GOLDMAN SACHS GROUP	285,343.	285,343.	262,980.
437076BC5 HOME DEPOT INC	251,228.	251,228.	263,195.
438516AZ9 HONEYWELL INTERNATIO	284,705.		
46625HHU7 JPMORGAN CHASE & CO	277,365.	277,365.	264,560.
482480AD2 KLA-TENCOR CORP	226,942.	226,942.	234,632.
487836BE7 KELLOGG CO	270,423.	270,423.	255,285.
494550BS4 KINDER MORGAN ENER	245,005.	245,005.	253,413.
50540RAK8 LAB CORP OF AMER HLD	254,368.	254,368.	251,165.
548661CY1 LOWE'S COMPANIES INC	254,615.	254,615.	250,258.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
571748AV4 MARSH & MCLENNAN COS	252,080.	252,080.	254,395.
58013MEM2 MCDONALD'S CORP	253,598.	253,598.	249,263.
589331AN7 MERCK & CO INC	285,075.	285,075.	270,755.
665859AM6 NORTHERN TRUST CORP	272,928.	272,928.	259,955.
681919AY2 OMNICOM GROUP INC	288,983.	288,983.	275,903.
69353RDD7 PNC BANK NA	249,578.	249,578.	251,670.
713448BR8 PEPSICO INC	271,120.	271,120.	258,018.
742718DN6 PROCTER & GAMBLE CO	283,635.		
74432QBZ7 PRUDENTIAL FINANCIAL	249,840.	249,840.	255,430.
755111BT7 RAYTHEON COMPANY	271,390.	271,390.	258,098.
867914BG7 SUNTRUST BANKS INC	252,205.	252,205.	252,133.
87612EAZ9 TARGET CORP	513,930.	513,930.	509,515.
88579YAD3 3M COMPANY	254,265.		
911312AM8 UNITED PARCEL SERVIC	265,570.	265,570.	258,385.
91159HHC7 US BANCORP	261,490.	261,490.	254,890.
913017BV0 UNITED TECHNOLOGIES	268,138.	268,138.	256,960.
91324PBZ4 UNITEDHEALTH GROUP	254,093.	254,093.	248,610.
931142DD2 WAL-MART STORES INC	574,330.	574,330.	540,735.
949917744 WF ULTR SHORT-TRMINC	448,805.	747,649.	749,111.
040555CR3 ARIZONA PUBLIC SERVI	294,959.	294,959.	295,345.
74456QBL9 PUBLIC SERVICE ELECT	179,815.	179,815.	180,112.
TOTALS	14,157,792.	13,083,771.	12,873,632.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
3133XEX79 FED HOME LN BK	C	135,828.	101,206.	96,540.
3137BAFB3 FED HOME LN MTG CORP	C	801,128.	674,674.	666,584.
38377F2N0 GOVT NATL MTG ASSN	C	452,830.	246,659.	239,483.
38377REX9 GOVT NATL MTG ASSN	C	406,922.	286,526.	287,961.
70299F505 PARTNERS GROUP PRIV	C	1,000,000.	1,000,000.	1,488,872.
961995008 GAI MESIROW INSIGHT	C	1,000,000.		
GTC997004 GAI CORBIN MULTI STR	C		1,000,000.	924,832.
TRI992124 TRICADIA CREDIT STRA	C	1,025,838.		
YKM992128 YORK MULTI-STRATEGY	C	1,000,000.		
05J9977P4 CALL WRITE CSCO @ 27	C	-1,849.		
11Q995DP1 CALL WRITE EFA @ 60.	C	-2,039.		
14041NEY3 CAPITAL ONE MULTI-AS	C	399,980.	399,980.	401,104.
14X995H16 CALL WRITE VRSK @ 80	C	-1,611.		
15Z996V05 CALL WRITE CMG @ 590	C	-884.		
1QZ996BQ4 CALL WRITE TSCO @ 90	C	-2,268.		
1UR998W38 CALL WRITE UNH @ 124	C	-716.		
1V7990BA2 CALL WRITE TOT @ 47.	C	-820.		
254683BP9 DISCOVER CARD EXECUT	C	422,825.	422,825.	423,198.
2HC991SW8 CALL WRITE NXPI @ 95	C	-4,718.		
2UV998NS7 CALL WRITE VWO @ 35.	C	-233.		
2UV998SD5 CALL WRITE VWO @ 34.	C	-1,413.		
2WC998D06 CALL WRITE JPM @ 68.	C	-838.		
2WD998KP2 CALL WRITE MDY @ 262	C	-8,619.		
38S997320 CALL WRITE CRM @ 82.	C	-3,900.		
3GF990D12 CALL WRITE CELG @ 12	C	-3,500.		
3ML9968N7 CALL WRITE MON @ 100	C	-2,745.		
3U1993WT8 CALL WRITE ALXN @ 19	C	-3,293.		
3U6998XY0 CALL WRITE NKE @ 67.	C	-1,311.		
3U9998DE3 CALL WRITE CMCSA @ 5	C	-1,204.		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
3YC994Y31 CALL WRITE JPM @ 70.	C	-660.		
46630JAC3 JP MORGAN CHASE COMM	C	402,932.	108,598.	102,523.
46G9975W8 CALL WRITE IWM @ 119	C	-11,269.		
4UW998LT4 CALL WRITE CME @ 97.	C	-2,432.		
4V399TUZ4 CALL WRITE GILD @ 11	C	-606.		
4XL992IR1 CALL WRITE UNP @ 80.	C	-966.		
4XL992IS9 CALL WRITE UNP @ 82.	C	-1,154.		
55312VAD0 MERRILL LYNCH/COUNTR	C	354,989.		
5N799WQ10 CALL WRITE IWM @ 116	C	-5,218.		
5VF995E98 CALL WRITE AMP @ 110	C	-1,785.		
5W8998DO6 CALL WRITE HD @ 139.	C	-442.		
5Y1993608 CALL WRITE INTU @ 10	C	-896.		
63U9966T5 CALL WRITE ICE @ 260	C	-1,393.		
64S9970E3 CALL WRITE SBUX @ 62	C	-947.		
65478AAD5 NISSAN AUTO RECEIVAB	C	399,949.	399,949.	399,384.
6QK998S75 CALL WRITE EFA @ 60.	C	-4,542.		
6QK998S91 CALL WRITE EFA @ 62.	C	-3,196.		
6TZ996R78 CALL WRITE V @ 82.50	C	-2,804.		
6UQ994SM6 CALL WRITE VWO @ 34.	C	-408.		
6XJ998BL9 CALL WRITE TGT @ 75.	C	-899.		
71H995ZS5 CALL WRITE MDLZ @ 46	C	-1,169.		
72A99VAZ4 CALL WRITE CVS @ 100	C	-561.		
74S993HA1 CALL WRITE MIDD @ 11	C	-1,703.		
79J997IN2 CALL WRITE PCLN @ 13	C	-1,319.		
7X8998107 CALL WRITE MSFT @ 58	C	-1,191.		
98M993Q08 CALL WRITE FB @ 110.	C	-362.		
9GR99VBH2 CALL WRITE TJX @ 75.	C	-1,346.		
9SA995HU6 CALL WRITE CE @ 72.5	C	-2,424.		
9V3998WV2 CALL WRITE SLB @ 73.	C	-374.		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
9VZ998BM0 CALL WRITE DIS @ 112	C	-983.		
9XR998BX1 CALL WRITE GILD @ 10	C	-752.		
9YE992M55 CALL WRITE AAPL @ 11	C	-5,337.		
GTC999HB8 GAI CORBIN FUND 5% H	C	55,560.		
NPD991006 NB PRIVATE DEBT ASP	C	1,377,100.		
NPD992111 NB PRIVATE DEBT ASP	C	531,209.		
NPD999WH7 NB PRIVATE DEBT ASP	C	537,655.		
TRI999WH2 TRICADIA CREDIT STR	C	10,000.		
14A998017 CALL WRITE EFA @ 58.	C		-16,458.	-21,150.
1KU999HW7 CALL WRITE DIS @ 105	C		-951.	-2,849.
1NV9967E7 CALL WRITE CVS @ 77.	C		-1,549.	-2,968.
1YS995RB3 CALL WRITE DIS @ 100	C		-1,238.	-5,640.
2TK9991D7 CALL WRITE C @ 58.50	C		-2,405.	-3,072.
2TK999915 CALL WRITE C @ 64.00	C		-316.	-175.
2VS9995N8 CALL WRITE MRK @ 64.	C		-1,580.	-30.
2WG997DA2 CALL WRITE CVX @ 110	C		-2,597.	-14,166.
35Y998GU1 CALL WRITE SPY @ 219	C		-698.	-2,845.
3GD999X47 CALL WRITE UNH @ 162	C		-2,090.	-1,728.
3GF990S73 CALL WRITE CELG @ 12	C		-8,289.	-1,470.
3JS996RT3 CALL WRITE IWM @ 139	C		-4,452.	-2,090.
3KV998T78 CALL WRITE MSFT @ 62	C		-1,431.	-2,604.
3Y3996QB7 CALL WRITE CTSH @ 60	C		-3,082.	-792.
3YB998DE2 CALL WRITE EFA @ 59.	C		-9,718.	-14,450.
46V998XI9 CALL WRITE MSFT @ 61	C		-2,001.	-3,875.
5HV996PI7 CALL WRITE ALXN @ 14	C		-11,065.	-6,450.
5VQ997T54 CALL WRITE EFA @ 58.	C		-7,505.	-8,670.
5W7997UI3 CALL WRITE VWO @ 37.	C		-12,572.	-2,320.
5XJ997N05 CALL WRITE GILD @ 80	C		-7,370.	-720.
66G990JL0 CALL WRITE CMCSA @ 6	C		-1,919.	-3,728.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
6NM999I79 CALL WRITE JPM @ 81.	C		-736.	-3,479.
6WJ996EI9 CALL WRITE TMO @ 150	C		-982.	-135.
6XY997LR0 CALL WRITE CRM @ 77.	C		-1,854.	-225.
77F998SN7 CALL WRITE CSCO @ 31	C		-2,379.	-2,914.
7V3997GI3 CALL WRITE XOM @ 90.	C		-2,100.	-3,255.
8UT997X89 CALL WRITE SLB @ 82.	C		-685.	-1,008.
96K995JL1 CALL WRITE AAPL @ 11	C		-2,662.	-6,025.
9GR99V9U6 CALL WRITE TJX @ 82.	C		-3,154.	-70.
9JB998TH5 CALL WRITE AMZN @ 80	C		-3,096.	-810.
9ND999A58 CALL WRITE FB @ 124.	C		-968.	-171.
9NV999IM3 CALL WRITE CMCSA @ 7	C		-61.	-24.
NPD991105 NB PRIVATE DEBT ASP	C		3,337,270.	2,244,620.
TRI992009 TRICADIA CREDIT STRA	C		1,035,838.	959,060.
YKM992003 YORK MULTI-STRATEGY	C		100,000.	808,368.
TOTALS		10,215,646.	8,995,562.	8,922,621.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	20,041.
ACCRUED INT POSTED DATE BEFORE TYE	6,491.
MUTUAL FUND DEFERRED INCOME	27,068.
CAP LOSS POSTING NEXT YR EFF CURR YR	102,337.
TOTAL	155,937.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND POSTING DATE AFTER TYE	69,178.
ROC BASIS ADJUSTMENTS	23,027.
CALL/WRITE COST BASIS ADJUSTMENTS	313,771.
ACCRUED INT POSTED DATE AFTER TYE	268.
DISALLOWED WASH SALES	15,015.
CAP GAIN POSTING NEXT YR EFF CURR YR	28,625.
PRIOR YEAR COST ADJUSTMENT	261,771.
ROUNDING	1.
TOTAL	711,656.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: WELLS FARGO BANK NA

ADDRESS: 100 N MAIN ST FL 6 D4001-065
WINSTON SALEM, NC 27101-4000

TELEPHONE NUMBER: (855)739-2921

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
SUSAN HOLT
ADDRESS:
PO BOX 17208
SALT LAKE CITY, UT 84117
TITLE:
V.P./DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3
COMPENSATION .... 7,500.
COMPENSATION EXPLANATION:
BOARD SERVICE

OFFICER NAME:
ALISON W JENSEN
ADDRESS:
6261 S VINECREST DRIVE
SALT LAKE CITY, UT 84121
TITLE:
V.P./DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3
COMPENSATION .... 7,500.
COMPENSATION EXPLANATION:
BOARD SERVICE

OFFICER NAME:
REBECCA DAVIS
ADDRESS:
11396 NW RIDGE RD
PORTLAND, OR 97229
TITLE:
PRES. / DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3
COMPENSATION .... 7,500.
COMPENSATION EXPLANATION:
BOARD SERVICE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
KATHY YOUNKER
ADDRESS:
1029 SO 1200 E
SALT LAKE CITY, UT 84105
TITLE:
TREAS. / DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3
COMPENSATION .... 7,500.
COMPENSATION EXPLANATION:
BOARD SERVICE

OFFICER NAME:
CONNIE WHEELER
ADDRESS:
3035 ABELL AVENUE
BALTIMORE, MD 21218
TITLE:
SEC. / DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3
COMPENSATION .... 7,500.
COMPENSATION EXPLANATION:
BOARD SERVICE

TOTAL COMPENSATION: 37,500.

RECIPIENT NAME:
WELLS FARGO PHILANTHROPIC SERVICES
ADDRESS:
100 N MAIN STREET D4001-065
WINSTON SALEM, NC 27101
RECIPIENT'S PHONE NUMBER: 888-234-1999
E-MAIL ADDRESS: WWW.WELLSFARGO.COM/PRIVATEFOUNDATIONGRANTS/WHEELER
FORM, INFORMATION AND MATERIALS:
APPLICATIONS MUST BE SUBMITTED THROUGH THE ONLINE GRANT APPLICATION FORM
SUBMISSION DEADLINES:
FEBRUARY 1 AND AUGUST 1
RESTRICTIONS OR LIMITATIONS ON AWARDS:
GRANTEES MUST QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(c) (3) OF THE INTERNAL REVENUE CODE. NO GEOGRAPHIC LIMITATIONS. NO FINANCIAL AID OR EDUCATIONAL SCHOLARSHIPS ARE CONSIDERED.