

Form **990-PF****Return of Private Foundation**

OMB No. 1545-0052

Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/form990pf)**2016**

Open to Public Inspection

For calendar year 2016 or tax year beginning

02/01, 2016, and ending

01/31, 2017

Name of foundation

SPRING CHR TR

A Employer identification number

23-6290545

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

800-352-3705

1525 W.W.T. HARRIS BLVD. D1114-044

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

CHARLOTTE, NC 28262

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at  
end of year (from Part II, col. (c), line  
16) \$ 13,062,347.J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

C If exemption application is  
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the  
85% test, check here and attach  
computation ☐E If private foundation status was terminated  
under section 507(b)(1)(A), check here ☐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)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is not required to  
attach Sch. B.

3 Interest on savings and temporary cash investments

133.

133.

STMT 1

4 Dividends and interest from securities

342,475.

342,112.

STMT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

158,887.

b Gross sales price for all  
assets on line 6a 2,184,999.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns  
and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

501,495.

501,132.

13 Compensation of officers, directors, trustees, etc.

141,033.

115,647.

25,386.

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) STMT 6

1,000.

NONE

NONE

1,000.

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions) STMT 7

24,986.

5,018.

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 8

28,943.

28,943.

24 Total operating and administrative expenses.

Add lines 13 through 23.

195,962.

149,608.

NONE

26,386.

25 Contributions, gifts, grants paid

674,976.

674,976.

26 Total expenses and disbursements. Add lines 24 and 25

870,938.

149,608.

NONE

701,362.

27 Subtract line 26 from line 12.

a Excess of revenue over expenses and disbursements

-369,443.

b Net investment income (if negative, enter -0-)

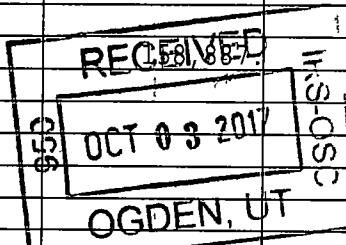
351,524.

c Adjusted net income (if negative, enter -0-)

SCANNED OCT 04 2017

Revenue

Operating and Administrative Expenses



932

2

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	233,885.	299,997.	299,997.
	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) . . . . .	1,119,828.	1,169,464.	1,165,988.
	b	Investments - corporate stock (attach schedule) . . . . .	6,073,543.	5,420,005.	9,011,296.
	c	Investments - corporate bonds (attach schedule) . . . . .	2,185,821.	2,374,796.	2,518,923.
	<b>Liabilities</b>	11	Investments - land, buildings, and equipment basis . . . . .		
		Less: accumulated depreciation (attach schedule) ▶ . . . . .			
12		Investments - mortgage loans . . . . .			
13		Investments - other (attach schedule) . . . . .	83,690.	62,251.	66,143.
14		Land, buildings, and equipment basis . . . . .			
		Less: accumulated depreciation (attach schedule) ▶ . . . . .			
15		Other assets (describe ▶ . . . . .)			
16		<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	9,696,767.	9,326,513.	13,062,347.
17		Accounts payable and accrued expenses . . . . .			
18		Grants payable . . . . .			
<b>Net Assets or Fund Balances</b>	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE	
		<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here ▶</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
27	Capital stock, trust principal, or current funds . . . . .	9,696,767.	9,326,513.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	9,696,767.	9,326,513.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	9,696,767.	9,326,513.		

**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	9,696,767.
2	Enter amount from Part I, line 27a . . . . .	2	-369,443.
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 15</b> . . . . .	3	5,396.
4	Add lines 1, 2, and 3 . . . . .	4	9,332,720.
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 16</b> . . . . .	5	6,207.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	9,326,513.

**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.)
<b>1 a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 2,184,999.		2,026,112.	158,887.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>			158,887.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	158,887.	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).</b> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>		

**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.

(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	496,226.	13,049,569.	0.038026
2014	449,372.	13,409,790.	0.033511
2013	432,187.	12,650,365.	0.034164
2012	507,784.	11,766,137.	0.043156
2011	532,101.	11,608,545.	0.045837
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.194694
<b>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.</b>			<b>3</b> 0.038939
<b>4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5</b>			<b>4</b> 12,753,104.
<b>5 Multiply line 4 by line 3.</b>			<b>5</b> 496,593.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b).</b>			<b>6</b> 3,515.
<b>7 Add lines 5 and 6.</b>			<b>7</b> 500,108.
<b>8 Enter qualifying distributions from Part XII, line 4.</b> 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.			<b>8</b> 701,362.

**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	3,515.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	2	
3	Add lines 1 and 2 . . . . .	3	3,515.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	4	NONE
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	3,515.
6	Credits/Payments.		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . .	6a	14,344.
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	14,344.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	10,829.
11	Enter the amount of line 10 to be: <b>Credited to 2017 estimated tax</b> <input checked="" type="checkbox"/> 3,516. <b>Refunded</b> <input type="checkbox"/> . . . . .	11	7,313.

**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? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . 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.		X
c Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ _____		
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		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 . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		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? . . . . .	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> PA		
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 . . . . .	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 . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		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? Website address <u>N/A</u>	13	X
14 The books are in care of <u>SEE STATEMENT 17</u> Telephone no. <u></u> Located at <u></u> ZIP+4 <u></u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u></u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>		
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 <u></u>		

**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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .	1b	X
Organizations relying on a current notice regarding disaster assistance check here <u></u>		
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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <u></u>		
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. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

**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 18		141,033.		

**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**

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**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
<b>Total</b> 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	
<b>Total.</b> 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	12,714,421.
b	Average of monthly cash balances . . . . .	1b	232,893.
c	Fair market value of all other assets (see instructions). . . . .	1c	NONE
d	<b>Total</b> (add lines 1a, b, and c) . . . . .	1d	12,947,314.
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	12,947,314.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	194,210.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,753,104.
6	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	637,655.

**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	637,655.
2a	Tax on investment income for 2016 from Part VI, line 5 . . . . .	2a	3,515.
b	Income tax for 2016. (This does not include the tax from Part VI.) . . . . .	2b	
c	Add lines 2a and 2b . . . . .	2c	3,515.
3	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	634,140.
4	Recoveries of amounts treated as qualifying distributions . . . . .	4	NONE
5	Add lines 3 and 4 . . . . .	5	634,140.
6	Deduction from distributable amount (see instructions). . . . .	6	NONE
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	7	634,140.

**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	701,362.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	701,362.
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	3,515.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6	697,847.

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7 . . . . .				634,140.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			638,134.	
<b>b</b> Total for prior years 20 <u>14</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		15,111.		
<b>3</b> Excess distributions carryover, if any, to 2016:				
<b>a</b> From 2011 . . . . .	NONE			
<b>b</b> From 2012 . . . . .	NONE			
<b>c</b> From 2013 . . . . .	NONE			
<b>d</b> From 2014 . . . . .	NONE			
<b>e</b> From 2015 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>701,362.</u>				
<b>a</b> Applied to 2015, but not more than line 2a . . . . .			638,134.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		15,111.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2016 distributable amount . . . . .				48,117.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2016 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .				
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 . . . . .				586,023.
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2012 . . . . .	NONE			
<b>b</b> Excess from 2013 . . . . .	NONE			
<b>c</b> Excess from 2014 . . . . .	NONE			
<b>d</b> Excess from 2015 . . . . .	NONE			
<b>e</b> Excess from 2016 . . . . .	NONE			

<b>Part XIV</b>	<b>Private Operating Foundations</b> (see instructions and Part VII-A, question 9)
-----------------	--

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets. . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i). . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization. . . . .					
<b>(4)</b> 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).)

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

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

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

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

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

**c Any submission deadlines:**

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

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

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
<b>a Paid during the year</b>				
SIMPSON HOUSE ROBERTA A HEALEY 2101 BELMONT AVENUE PHILADELPHIA PA 19103	NA	PC	GENERAL SUPPORT	180,000.
THE SALVATION ARMY ATTENTION RICHARD ALLEN 120 W . 14TH STREET NEW YORK NY 10011	NA	PC	GENERAL SUPPORT	44,972.
BUCKS CITY ASSOC FOR THE BLIND ATTN ANNE MARI 400 FREEDOM DRIVE NEWTOWN PA 18940	NA	PC	GENERAL SUPPORT	90,000.
SHRINERS HOSPITAL FOR CHILDREN ATTN TRUST AND 2900 ROCKY POINT DR. TAMPA FL 33631-3356	NA	PC	GENERALLL SUPPORT	360,004.
<b>Total</b> . . . . .			<b>3a</b>	674,976.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

[illegible]

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

[illegible]

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

- |          |  | Yes          | No |
|----------|--|--------------|----|
| <b>1</b> | 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?  |              |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |    |
|          | (1) Cash . . . . .   | <b>1a(1)</b> | X  |
|          | (2) Other assets . . . . .   | <b>1a(2)</b> | X  |
| <b>b</b> | Other transactions:  |              |    |
|          | (1) Sales of assets to a noncharitable exempt organization . . . . .   | <b>1b(1)</b> | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization . . . . .   | <b>1b(2)</b> | X  |
|          | (3) Rental of facilities, equipment, or other assets . . . . .   | <b>1b(3)</b> | X  |
|          | (4) Reimbursement arrangements . . . . .   | <b>1b(4)</b> | X  |
|          | (5) Loans or loan guarantees . . . . .   | <b>1b(5)</b> | X  |
|          | (6) Performance of services or membership or fundraising solicitations . . . . .   | <b>1b(6)</b> | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .   | <b>1c</b>    | X  |
| <b>d</b> | 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. |              |    |

[illegible]

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

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

**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.

Wells Fargo Bank, N.A.

09/19/2017

► Trustee

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 <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name 

Firm's EIN ▶

Firm's address ►

Phone no.

SPRING CHR TR

23-6290545

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SECURED MARKET DEPOSIT ACCOUNT	133.	133.
	-----	-----
TOTAL	133.	133.
	=====	=====

SPRING CHR TR

23-6290545

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

=====

DESCRIPTION -----		REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AT&T INC	2.400% 3/15/17	300.	300.
AIR PRODUCTS & CHEMI	2.000% 8/02/16	500.	500.
ALLY MASTER OWNER TR	1.540% 9/15/19	770.	770.
AMERICAN EXPRESS	6.150% 8/28/17	1,845.	1,845.
AMERICAN HONDA FINAN	1.125% 10/07/16	281.	281.
ANHEUSER-BUSCH INBEV	2.500% 7/15/22	750.	750.
APPLE INC	2.400% 5/03/23	600.	600.
ASIAN DEVELOPMENT BA	0.500% 6/20/16	63.	63.
BB&T CORPORATION	2.150% 3/22/17	645.	645.
BANK OF AMERICA CORP	3.750% 7/12/16	469.	469.
BANK OF AMERICA CORP	3.300% 1/11/23	396.	396.
BANK OF NEW YORK MEL	3.250% 9/11/24	937.	937.
BANK OF NOVA SCOTIA	2.800% 7/21/21	996.	996.
BARCLAYS BANK PLC	5.000% 9/22/16	1,000.	1,000.
BERKSHIRE HATHAWAY	0.950% 8/15/16	238.	238.
BERKSHIRE HATHAWAY	3.125% 3/15/26	304.	304.
BIOGEN INC	2.900% 9/15/20	163.	163.
WILLIAM BLAIR INTL GROWTH FD-I #1747		3,932.	3,932.
BUCKEYE PARTNERS LP	2.650% 11/15/18	663.	663.
BUNGE LIMITED FINANC	3.200% 6/15/17	800.	800.
CATERPILLAR FINANCIA	3.250% 12/01/24	862.	862.
CELGENE CORP	2.300% 8/15/18	575.	575.
CHASE ISSUANCE TRUST	1.840% 4/15/22	521.	521.
CISCO SYSTEMS INC	4.450% 1/15/20	1,113.	1,113.
CITIGROUP INC	3.700% 1/12/26	755.	755.
CONAGRA FOODS INC	1.900% 1/25/18	544.	544.
DEUTSCHE BANK AG	3.375% 5/12/21	105.	105.
DIRECTV HOLDINGS/FIN	2.400% 3/15/17	300.	300.
DISCOVER FINANCIAL	3.200% 8/09/21	624.	624.
DODGE & COX INT'L STOCK FD #1048		10,900.	10,900.
DREYFUS INTERNATL BOND FD CL I #6094		1,150.	1,150.
EBAY INC	1.350% 7/15/17	55.	55.

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SPRING CHR TR

23-6290545

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----		-----	-----
ECOLAB INC	1.450% 12/08/17	508.	508.
EUROPEAN INVESTMENT	1.000% 6/15/18	250.	250.
EXPRESS SCRIPTS INC	3.125% 5/15/16	295.	295.
EXPRESS SCRIPTS HOLD	4.500% 2/25/26	375.	375.
FHLMC POOL #G08546	4.000% 9/01/43	994.	994.
FED NATL MTG ASSN	1.500% 11/30/20	375.	375.
FED NATL MTG ASSN	0.875% 12/20/17	1,588.	1,588.
FED HOME LN MTG CORP	2.375% 1/13/22	1,381.	1,381.
FED HOME LN MTG CORP	1.750% 5/30/19	926.	926.
FED HOME LN MTG CORP	0.750% 1/12/18	353.	353.
FED HOME LN MTG CORP	1.375% 5/01/20	2,562.	2,562.
FNMA POOL #AV4311	3.000% 11/01/28	1,004.	1,004.
FORD CREDIT FLOORPLA	1.920% 1/15/19	960.	960.
GOLDEN LARGE CAP CORE FUND-I		4,401.	4,401.
GNMA POOL #759193	3.500% 2/15/26	490.	490.
GENERAL ELEC CAP COR	5.625% 5/01/18	1,406.	1,406.
GENERAL MILLS INC	5.650% 2/15/19	1,413.	1,413.
GOLDMAN SACHS GROUP	3.625% 1/22/23	1,088.	1,088.
HCP INC	4.250% 11/15/23	1,063.	1,063.
INTEL CORP	1.350% 12/15/17	405.	405.
IBM CORPORATION	5.700% 9/14/17	1,425.	1,425.
ISHARES SELECT DIVIDEND ETF		41,208.	41,208.
ISHARES CORE S & P 500 ETF		31,889.	31,889.
ISHARES MSCI EMERGING MARKETS		12,798.	12,798.
ISHARES MSCI EAFE ETF		29,548.	29,548.
ISHARES RUSSELL MID-CAP VALUE		12,512.	12,512.
ISHARES RUSSELL MID-CAP GROWTH		8,252.	8,252.
ISHARES RUSSELL 2000 VALUE ETF		2,694.	2,694.
ISHARES RUSSELL 2000 GROWTH ETF		2,380.	2,380.
ISHA CURR HEDGED MSCI EAFE		1,048.	1,048.
JPMORGAN CHASE & CO	4.250% 10/15/20	1,275.	1,275.
JPMORGAN HIGH YIELD-I #3580		33,108.	33,108.
KEY BANK NA	2.500% 12/15/19	625.	625.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KOHL'S CORPORATION	4.000% 11/01/21	1,000.	1,000.
KRAFT FOODS GROUP IN	2.250% 6/05/17	591.	591.
METLIFE INC	6.817% 8/15/18	1,463.	1,463.
MONSANTO CO	3.375% 7/15/24	844.	844.
MORGAN STANLEY	3.750% 2/25/23	938.	938.
MOSAIC CO	4.250% 11/15/23	1,063.	1,063.
NORDSTROM INC	6.250% 1/15/18	1,568.	1,568.
NORTHROP GRUMMAN COR	1.750% 6/01/18	438.	438.
ORACLE CORP	2.375% 1/15/19	713.	713.
PIMCO FOREIGN BD FD USD H-INST #103		1,606.	1,243.
PIMCO EMERG MKTS BD-INST #137		17,530.	17,530.
QUALCOMM INC	3.000% 5/20/22	963.	963.
T ROWE PRICE REAL ESTATE FD #122		22,745.	22,745.
ROYAL BANK OF CANADA	1.500% 1/16/18	375.	375.
SANTANDER BANK NA	2.000% 1/12/18	500.	500.
SHELL INTERNATIONAL	3.400% 8/12/23	1,700.	1,700.
SUNTRUST BANKS INC	2.350% 11/01/18	588.	588.
TOTAL CAPITAL SA	2.300% 3/15/16	288.	288.
TOYOTA MOTOR CREDIT	2.000% 9/15/16	500.	500.
US BANCORP	1.950% 11/15/18	464.	464.
US TREASURY NOTE	2.375% 8/15/24	950.	950.
US TREASURY NOTE	2.250% 11/15/24	1,463.	1,463.
US TREASURY NOTE	2.000% 2/15/25	2,140.	2,140.
US TREASURY NOTE	0.750% 4/30/18	160.	160.
US TREASURY NOTE	1.625% 5/15/26	272.	272.
US TREASURY NOTE	1.375% 9/30/18	330.	330.
US TREASURY NOTE	2.000% 2/15/22	1,000.	1,000.
US TREASURY NOTE	1.125% 12/31/19	1,005.	1,005.
US TREASURY NOTE	2.000% 9/30/20	1,600.	1,600.
US TREASURY NOTE	2.250% 4/30/21	1,463.	1,463.
US TREASURY NOTE	2.500% 5/15/24	1,625.	1,625.
US TREASURY NOTE	1.500% 5/31/19	538.	538.
VERIZON COMMUNICATIO	3.650% 9/14/18	913.	913.

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SPRING CHR TR

23-6290545

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
VOYA INTL RL EST FD CL-I #2664	30,431.	30,431.
WALGREEN CO 3.100% 9/15/22	775.	775.
WF LARGE CAP CORE FUND-I #4703	7,411.	7,411.
WELLS FARGO SM CAP CORE-INST #4709	767.	767.
	-----	-----
TOTAL	342,475.	342,112.
	=====	=====

SPRING CHR TR

23-6290545

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.
	=====	=====	=====	=====

SPRING CHR TR

23-6290545

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	5,624.	
FEDERAL ESTIMATES - PRINCIPAL	14,344.	
FOREIGN TAXES ON QUALIFIED FOR	4,188.	4,188.
FOREIGN TAXES ON NONQUALIFIED	830.	830.
	-----	-----
TOTALS	24,986.	5,018.
	=====	=====

SPRING CHR TR

23-6290545

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OPTION STRATEGIES FEE	28,943.	28,943.
	-----	-----
TOTALS	28,943. =====	28,943. =====

SPRING CHR TR

23-6290545

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

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
3128MJTC4 FHLMC POOL #G08546	30,219.	20,936.	20,923.
3135G0RT2 FED NATL MTG ASSN	68,654.		
3137EADB2 FED HOME LN MTG CORP	79,334.	49,231.	50,821.
3137EADR7 FED HOME LN MTG CORP	116,698.	18,905.	19,845.
3138XFYH2 FNMA POOL #AV4311	39,639.	27,880.	27,537.
36230UGA1 GNMA POOL #759193	16,735.	12,489.	12,417.
912828RH5 US TREASURY NOTE	60,059.		
912828SF8 US TREASURY NOTE	48,705.	48,705.	50,145.
912828UF5 US TREASURY NOTE	67,321.	33,660.	34,669.
912828D56 US TREASURY NOTE	39,438.	39,438.	40,192.
912828G38 US TREASURY NOTE	64,934.	64,934.	64,579.
912828WG1 US TREASURY NOTE	66,644.	66,644.	66,171.
912828WJ5 US TREASURY NOTE	66,276.	66,276.	65,988.
912828WL0 US TREASURY NOTE	50,061.	130,279.	130,533.
3135G0F73 FED NATL MTG ASSN	24,882.	24,882.	24,768.
3137EADG1 FED HOME LN MTG CORP	50,970.		
3137EADN6 FED HOME LN MTG CORP	49,966.		
912828J27 US TREASURY NOTE	98,130.	168,791.	163,504.
912828VZ0 US TREASURY NOTE	81,163.	81,163.	80,978.
912828Q94 US TREASURY NOTE		24,974.	24,935.
912828R36 US TREASURY NOTE		34,616.	32,617.
912828U24 US TREASURY NOTE		101,785.	100,903.
912828U32 US TREASURY NOTE		24,617.	24,711.
912828U73 US TREASURY NOTE		129,259.	129,752.
TOTALS	1,119,828.	1,169,464.	1,165,988.

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
34984T881 GOLDEN LARGE CAP COR	476,758.		
34984T857 GOLDEN SMALL CAP COR	97,423.		
38142Y773 GOLDMAN SACHS L/C VA	124,053.		
464287168 ISHARES SELECT DIVID	701,441.	701,441.	1,372,341.
464287630 ISHARES RUSSELL 2000	81,807.	81,807.	153,309.
464287200 ISHARES CORE S & P 5	797,798.	797,798.	1,613,957.
464287481 ISHARES RUSSELL MID-	397,924.	397,924.	732,670.
464287473 ISHARES RUSSELL MID-	297,378.	297,378.	605,923.
464287465 ISHARES MSCI EAFE ET	796,874.	693,737.	810,610.
464287234 ISHARES MSCI EMERGIN	664,875.	664,875.	608,493.
256206103 DODGE & COX INT'L ST	456,005.	313,585.	481,854.
464287648 ISHARES RUSSELL 2000	252,225.	105,350.	163,271.
779919109 T ROWE PRICE REAL ES	413,475.	352,231.	996,925.
093001774 WILLIAM BLAIR INTL G	261,000.	211,521.	227,192.
92914A810 VOYA INTL RL EST FD	203,850.	228,177.	305,229.
46434V803 ISHA CURR HEDGED MSC	50,657.		
94984B520 WF LARGE CAP CORE FU		476,758.	609,745.
94988V787 WELLS FARGO SM CAP C		97,423.	329,777.
TOTALS	6,073,543.	5,420,005.	9,011,296.

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS

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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
4812C0803 JPMORGAN HIGH YIELD	410,515.	535,515.	642,241.
693391559 PIMCO EMERG MKTS BD-	251,165.	251,165.	312,898.
693390882 PIMCO FOREIGN BD FD	204,906.		
009158AQ9 AIR PRODUCTS & CHEMI	25,717.		
025816AX7 AMERICAN EXPRESS	34,963.	34,963.	30,800.
02665WAB7 AMERICAN HONDA FINAN	25,101.		
03523TBP2 ANHEUSER-BUSCH INBEV	27,922.	27,922.	29,515.
037833AK6 APPLE INC	22,905.	22,905.	24,457.
045167CG6 ASIAN DEVELOPMENT BA	24,961.		
05531FAK9 BB&T CORPORATION	30,591.	30,591.	30,017.
06051GEK1 BANK OF AMERICA CORP	26,560.		
084664BX8 BERKSHIRE HATHAWAY	25,069.		
118230AL5 BUCKEYE PARTNERS LP	24,957.	24,957.	25,177.
120568AV2 BUNGE LIMITED FINANC	25,992.	25,992.	25,112.
151020AK0 CELGENE CORP	25,178.	25,178.	25,170.
17275RAH5 CISCO SYSTEMS INC	27,716.	27,716.	26,817.
205887BQ4 CONAGRA FOODS INC	24,736.		
25459HBE4 DIRECTV HOLDINGS/FIN	25,502.		
278642AG8 EBAY INC	25,129.		
278865AP5 ECOLAB INC	34,531.	34,531.	34,980.
298785GC4 EUROPEAN INVESTMENT	24,317.	24,317.	24,888.
302182AF7 EXPRESS SCRIPTS INC	26,263.		
36962G3U6 GENERAL ELEC CAP COR	29,042.	29,042.	26,273.
370334BH6 GENERAL MILLS INC	29,314.	29,314.	26,869.
38141GRD8 GOLDMAN SACHS GROUP	28,898.	28,898.	30,606.
40414LAJ8 HCP INC	24,885.	24,885.	25,992.
458140AL4 INTEL CORP	29,720.	29,720.	30,039.
459200GJ4 IBM CORPORATION	29,185.	29,185.	25,704.
46625HHU7 JPMORGAN CHASE & CO	31,604.	31,604.	31,826.

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STATEMENT 11



SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS

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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
500255AR5 KOHL'S CORPORATION	25,202.	25,202.	25,228.
50076QAY2 KRAFT FOODS GROUP IN	25,494.		
61746BDJ2 MORGAN STANLEY	24,747.	24,747.	25,669.
61945CAC7 MOSAIC CO	25,090.	25,090.	25,703.
666807BF8 NORTHROP GRUMMAN COR	24,631.	24,631.	25,067.
68389XAQ8 ORACLE CORP	30,601.	30,601.	30,447.
822582AX0 SHELL INTERNATIONAL	49,666.	49,666.	51,407.
867914BF9 SUNTRUST BANKS INC	25,081.	25,081.	25,222.
89152UAE2 TOTAL CAPITAL SA	25,908.		
89233P5E2 TOYOTA MOTOR CREDIT	25,746.		
91159HHE3 US BANCORP	19,975.	45,371.	45,272.
92343VBP8 VERIZON COMMUNICATIO	26,619.	26,619.	25,802.
931422AH2 WALGREEN CO	23,766.	23,766.	24,983.
06739FGF2 BARCLAYS BANK PLC	21,731.		
80280JDB4 SANTANDER BANK NA	25,082.	25,082.	25,018.
06406HCX5 BANK OF NEW YORK MEL	30,266.	30,266.	30,204.
064159FL5 BANK OF NOVA SCOTIA	25,374.	51,535.	50,490.
25466AAF8 DISCOVER FINANCIAL	25,035.	25,035.	25,218.
49327M2F0 KEY BANK NA	25,404.	25,404.	25,217.
59156RAR9 METLIFE INC	28,549.	28,549.	26,908.
61166WAU5 MONSANTO CO	24,579.	24,579.	25,097.
747525AE3 QUALCOMM INC	24,844.	51,129.	50,255.
78008SVD5 ROYAL BANK OF CANADA	25,087.	25,087.	25,007.
05565QBN7 BP CAPITAL MARKETS			
06406HCD9 BANK OF NEW YORK MEL			
00206RCV2 AT&T INC		25,260.	25,045.
026874DG9 AMERICAN INTL GROUP		26,179.	25,635.
06051GEU9 BANK OF AMERICA CORP		26,107.	25,045.
084670BS6 BERKSHIRE HATHAWAY		25,884.	24,788.

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STATEMENT 12

SPRING CHR TR

23-6290545

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
09062XAC7 BIOGEN INC		25,918.	25,407.
14912L6G1 CATERPILLAR FINANCIA		52,814.	50,688.
172967KG5 CITIGROUP INC		25,304.	24,881.
25152R5F6 DEUTSCHE BANK AG		24,908.	24,900.
261980668 DREYFUS INTERNATL BO		200,000.	191,066.
30219GAM0 EXPRESS SCRIPTS HOLD		26,756.	25,520.
404280AK5 HSBC HOLDINGS PLC		27,570.	27,072.
655664AK6 NORDSTROM INC		32,256.	31,281.
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TOTALS	2,185,821.	2,374,796.	2,518,923.
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SPRING CHR TR

23-6290545

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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02005ACW6 ALLY MASTER OWNER TR	C	49,758.	49,758.	50,056.
34528QBP8 FORD CREDIT FLOORPLA	C	50,936.		
3YB998113 CALL WRITE EFA @ 56.	C	-2,541.		
3YB998212 CALL WRITE EFA @ 57.	C	-1,273.		
5WX993TW4 CALL WRITE IVV @ 205	C	-4,351.		
5WX993ZV9 CALL WRITE IVV @ 200	C	-2,422.		
5ZZ997LP9 CALL WRITE EEM @ 30.	C	-2,471.		
6QK9983O5 CALL WRITE EFA @ 58.	C	-2,263.		
8W69988D5 CALL WRITE EEM @ 31.	C	-1,683.		
07F998194 CALL WRITE EEM @ 37.	C		-2,073.	-3,080.
14A998033 CALL WRITE EFA @ 60.	C		-632.	-465.
161571GX6 CHASE ISSUANCE TRUST	C		35,042.	34,822.
1YX995SK6 CALL WRITE IWS @ 84.	C		-108.	-20.
24F998AS7 CALL WRITE IWN @ 122	C		-297.	-30.
24F998DM7 CALL WRITE IWN @ 123	C		-377.	-200.
2XE9989N7 CALL WRITE DVY @ 91.	C		-74.	-25.
2XE998FD2 CALL WRITE DVY @ 90.	C		-1,679.	-1,240.
3T39991B9 CALL WRITE IWP @ 101	C		-1,892.	-1,620.
3YB998DE2 CALL WRITE EFA @ 59.	C		-1,429.	-3,450.
3YB998DG7 CALL WRITE EFA @ 61.	C		-1,534.	-1,080.
58Y998NG6 CALL WRITE EEM @ 37.	C		-1,285.	-2,240.
5W6998OE8 CALL WRITE IWO @ 160	C		-477.	-90.
7ZZ9988X3 CALL WRITE IVV @ 235	C		-4,845.	-720.
7ZZ998EI9 CALL WRITE IVV @ 230	C		-4,236.	-1,700.
8W6998H60 CALL WRITE EEM @ 37.	C		-1,611.	-2,775.
TOTALS		83,690.	62,251.	66,143.

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

MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE  
ACCD INT PAID EFF AFTER TYE

4,734.  
662.

TOTAL

-----  
5,396.  
=====

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

MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	1,426.
ROC	673.
ACCD INT PAID EFF DATE AFTER TYE	582.
CALL WRITE ADJUSTMENT TO BASIS	3,526.
	-----
TOTAL	6,207.
	=====

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

NAME: WELLS FARGO BANK

ADDRESS: 100 NORTH MAIN ST D4001-117  
WINSTON SALEM, NC 27107

TELEPHONE NUMBER: (800)352-3705

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

=====

## OFFICER NAME:

WELLS FARGO BANK, NA

## ADDRESS:

1525 WEST WT HARRIS BLVD  
CHARLOTTE, NC 28288-5709

## TITLE:

CO-TRUSTEE

COMPENSATION ..... 112,826.

## COMPENSATION EXPLANATION:

See Attached Footnotes

## OFFICER NAME:

DIANNE L SEMINGSON

## ADDRESS:

602 SPRUCE STREET  
PHILADELPHIA, PA 19106

## TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION ..... 28,207.

TOTAL COMPENSATION:

141,033.

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