

Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ 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.

For calendar year 2016 or tax year beginning 2/1/2016, and ending 1/31/2017

Name of foundation BROOK TROUT CHARITABLE TRUST		A Employer identification number 25-6612896
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117		B Telephone number (see instructions) (888) 730-4933
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101		
Foreign country name Foreign province/state/county Foreign postal code		
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,361,455		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	41,178	41,178		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	65,186			
b	Gross sales price for all assets on line 6a 922,469				
7	Capital gain net income (from Part IV, line 2)		65,186		
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	106,364	106,364	0	
13	Compensation of officers, directors, trustees, etc.	30,658	24,527		6,131
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	829			829
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	448	448		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	31,935	24,975	0	6,960
25	Contributions, gifts, grants paid	121,501			121,501
26	Total expenses and disbursements. Add lines 24 and 25	153,436	24,975	0	128,461
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-47,072			
b	Net investment income (if negative, enter -0-)		81,389		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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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			
	2	Savings and temporary cash investments	86,563	73,560	73,560
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,024,821	2,006,249	2,287,895
	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)	2,111,384	2,079,809	2,361,455
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	2,111,384	2,079,809	
	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)	2,111,384	2,079,809	
	31	Total liabilities and net assets/fund balances (see instructions)	2,111,384	2,079,809	

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	2,111,384
2	Enter amount from Part I, line 27a	2	-47,072
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	18,510
4	Add lines 1, 2, and 3	4	2,082,822
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	3,013
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,079,809

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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				
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	65,186
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ 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	182,852	2,526,430	0.072376
2014	142,831	2,620,179	0.054512
2013	112,782	2,512,001	0.044897
2012	112,571	2,372,140	0.047455
2011	109,963	2,400,239	0.045813
2 Total of line 1, column (d)			2 0.265053
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 0.053011
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 2,310,790
5 Multiply line 4 by line 3			5 122,497
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 814
7 Add lines 5 and 6			7 123,311
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 128,461

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1		814
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		0
3	Add lines 1 and 2	3		814
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		814
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	117	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		117
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		697
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ Refunded ☐	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL 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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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 Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶ N/A	13	X
14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933 Located at ▶ 100 N Main St MAC D4001-117 Winston Salem NC ZIP+4 ▶ 27101		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	X

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)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

5a	During the year did the foundation pay or incur any amount to	☐ Yes ☒ No			
	(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	N/A	
	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? N/A	☐ 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	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	30,658		

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
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	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,259,057
b	Average of monthly cash balances	1b	86,923
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,345,980
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,345,980
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	35,190
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,310,790
6	Minimum investment return. Enter 5% of line 5	6	115,540

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	115,540
2a	Tax on investment income for 2016 from Part VI, line 5	2a	814
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	814
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	114,726
4	Recoveries of amounts treated as qualifying distributions	4	17,501
5	Add lines 3 and 4	5	132,227
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	132,227

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	128,461
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	128,461
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	814
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	127,647

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				132,227
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			98,539	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 128,461			98,539	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				29,922
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				102,305
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

N/A

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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2016	(b) 2015	(c) 2014	(d) 2013	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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))

NONE

- 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

NONE

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	121,501
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

Recipient(s) paid during the year

Name

MASONIC VILLAGES OF THE GRAND LODGE OF PENNSYLVANIA

Street

ONE MASONIC DR

City

ELIZABETHTOWN

State

PA

Zip Code

17022-2199

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

52,000

Name

BETHEL #19 MECHANICSBURG JOB'S DAUGHTER

Street

233 W 6TH STREET

City

PAPILLON

State

NE

Zip Code

68046

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,846

Name

PENNSYLVANIA DEMOLAY

Street

1244 BAINBRIDGE ROAD

City

ELIZABETHTOWN

State

PA

Zip Code

17022

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

CHILDREN'S DYSLEXIA CENTERS INC

Street

290 CRAMER CREEK CT

City

DUBLIN

State

OH

Zip Code

43017

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

8,000

Name

SPECIAL OLYMPICS PENNSYLVANIA, INC

Street

2570 BOULEVARD OF THE GENERALS, STE 124

City

NORRISTOWN

State

PA

Zip Code

19403

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

BETHEL #17 HERSHEY JOB'S DAUGHTERS INTERNATIONAL

Street

218 W GOVERNOR RD

City

HERSHEY

State

PA

Zip Code

17033

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

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

Recipient(s) paid during the year

Name

HARRISBURG RUGBY FOOTBALL CLUB

Street

PO BOX 161

City

HARRISBURG

State

PA

Zip Code

17108

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

THE VISION FOR TOMORROW FOUNDATION

Street

655 DEERFIELD RD # 130

City

DEERFIELD

State

IL

Zip Code

60015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,975

Name

DEMOLAY INTERNATIONAL PILGRIM CHAPTER

Street

2701 N THIRD ST

City

HARRISBURG

State

PA

Zip Code

17110

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,769

Name

HUMANE SOCIETY OF HARRISBURG AREA

Street

7790 GRAYSON RD

City

HARRISBURG

State

PA

Zip Code

17111

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,970

Name

KEYSTONE SERVICE SYSTEMS INC

Street

124 PINE ST

City

HARRISBURG

State

PA

Zip Code

17101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,971

Name

CAPITAL AREA CHAPTER OF PENN STATE ALUMNI ASSOCIATION

Street

4075 LINGLESTOWN RD #364

City

HARRISBURG

State

PA

Zip Code

17112

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,970

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

Long Term CG Distributions		Amount		Short Term CG Distributions		Totals		Capital Gains/Losses		Gross Sales		Cost or Other Basis Expenses		Net Gain or Loss															
Description		CUSIP #		Check "X" to include in Part IV		Purchaser		Check "X" if Purchaser is a Business		Acquisition Method		Date Acquired		Date Sold		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation		Adjustments		Net Gain or Loss	
1	VISA INC-CLASS A SHRS	92828C839		X								8/3/2015	4/26/2016	1,177		1,134													43
2	VISA INC-CLASS A SHRS	92828C839		X								8/3/2015	1/23/2017	656		605													51
3	VISA INC-CLASS A SHRS	92828C839		X								9/7/2016	1/23/2017	1,478		1,498													-22
4	WABCO HOLDINGS INC	92927K102		X								8/3/2015	1/23/2017	574		498													76
5	WHITEWAVE FOODS CO	969244105		X								12/12/2016	1/23/2017	1,264		1,328													-64
6	WHITEWAVE FOODS CO	969244105		X								2/4/2016	4/26/2016	1,030		965													65
7	WHITEWAVE FOODS CO	969244105		X								8/21/2013	8/16/2016	9,423		3,341													6,082
8	WHITEWAVE FOODS CO	969244105		X								12/9/2013	8/16/2016	2,535		1,051													1,484
9	WHITEWAVE FOODS CO	969244105		X								2/4/2016	8/16/2016	2,425		1,698													727
10	ALLERGAN PLC	G0177J108		X								7/27/2015	4/26/2016	1,099		1,643													-544
11	T ROWE PRICE INST FLOAT	77958B402		X								1/16/2014	1/20/2017	232		237													-5
12	SPDR DJ WILSHIRE INTERNA	78463X863		X								5/23/2011	4/22/2016	4,238		4,004													234
13	SPDR DJ WILSHIRE INTERNA	78463X863		X								5/23/2011	5/12/2016	545		515													30
14	T ROWE PRICE INST FLOAT	77958B402		X								9/8/2016	1/20/2017	7,749		7,695													54
15	SPDR DJ WILSHIRE INTERNA	78463X863		X								11/10/2015	5/12/2016	126		118													8
16	SPDR DJ WILSHIRE INTERNA	78463X863		X								11/10/2015	9/6/2016	430		394													36
17	SPDR DJ WILSHIRE INTERNA	78463X863		X								9/14/2011	9/6/2016	7,903		6,408													1,485
18	SPDR DJ WILSHIRE INTERNA	78463X863		X								9/14/2011	10/7/2016	12,837		11,318													1,519
19	SALESFORCE COM INC	79466L302		X								8/31/2015	4/26/2016	532		486													48
20	SALESFORCE COM INC	79466L302		X								7/11/2014	4/26/2016	608		435													173
21	SALESFORCE COM INC	79466L302		X								9/7/2016	1/23/2017	1,906		1,873													33
22	SALESFORCE COM INC	79466L302		X								12/12/2016	1/23/2017	76		70													6
23	T ROWE PRICE INST FLOAT	77958B402		X								4/27/2016	1/20/2017	3,149		3,093													56
24	T ROWE PRICE REAL ESTAT	779919109		X								12/24/2015	4/22/2016	867		850													17
25	T ROWE PRICE REAL ESTAT	779919109		X								12/24/2015	5/12/2016	1,518		1,453													65
26	STARBUCKS CORP COM	855244109		X								8/31/2015	1/23/2017	288		274													14
27	S&P GLOBAL INC	78409V104		X								1/27/2015	1/23/2017	1,275		1,008													267
28	STARBUCKS CORP COM	855244109		X								10/30/2014	1/23/2017	750		502													248
29	STERICYCLE INC COM	858912108		X								8/31/2015	5/31/2016	980		1,416													-436
30	STERICYCLE INC COM	858912108		X								2/25/2016	5/31/2016	980		1,152													-172
31	STERLING CAPITAL STRATG	8597K546		X								7/10/2014	4/22/2016	2,440		2,627													-187
32	STERLING CAPITAL STRATG	8597K546		X								7/10/2014	5/12/2016	24,399		26,349													-1,950
33	STERLING CAPITAL STRATG	8597K546		X								9/8/2016	1/20/2017	5,133		4,882													251
34	TEAM HEALTH HOLDINGS IN	87817A107		X								11/25/2015	2/25/2016	1,190		1,480													320
35	TEAM HEALTH HOLDINGS IN	87817A107		X								5/23/2014	2/25/2016	178		197													-19
36	TEAM HEALTH HOLDINGS IN	87817A107		X								4/29/2013	8/16/2016	5,192		5,561													-369
37	TEAM HEALTH HOLDINGS IN	87817A107		X								5/23/2014	8/16/2016	742		1,035													-293
38	TRACTOR SUPPLY CO COM	892556106		X								8/31/2015	4/26/2016	665		599													66
39	TRACTOR SUPPLY CO COM	892556106		X								12/5/2012	4/26/2016	780		339													421
40	STERICYCLE INC COM	858912108		X								12/5/2012	5/31/2016	7,055		6,769													286
41	TRACTOR SUPPLY CO COM	892556106		X								12/5/2012	1/23/2017	223		127													96
42	VANGUARD REIT VIPER	922908553		X								12/17/2010	4/22/2016	2,038		1,228													810
43	VANGUARD REIT VIPER	922908553		X								12/17/2010	5/12/2016	3,467		2,014													1,453
44	VANGUARD REIT VIPER	922908553		X								12/17/2010	9/6/2016	26,510		14,537													11,973
45	VANGUARD REIT VIPER	922908553		X								12/17/2010	10/7/2016	29,216		17,483													11,733
46	VANGUARD REIT VIPER	922908553		X								12/17/2010	12/01/2017	578		344													234
47	VERISK ANALYTICS INC	92345Y106		X								9/11/2015	4/26/2016	393		369													24
48	VERISK ANALYTICS INC	92345Y106		X								9/11/2015	1/23/2017	1,053		960													93
49	TRACTOR SUPPLY CO COM	892556106		X								9/7/2016	1/23/2017	1,263		1,423													24
50	ALLERGAN PLC	G0177J108		X								5/31/2016	12/12/2016	1,900		2,350													-160
51	ALLERGAN PLC	G0177J108		X								9/7/2016	12/12/2016	1,330		1,671													-341
52	ACCENTURE PLC	G155C101		X								12/5/2012	1/23/2017	1,033		629													404
53	JAZZ PHARMACEUTICALS PL	G50871105		X								9/12/2014	1/23/2017	1,096		1,522													-426
54	NORWEGIAN CRUISE LINE H	G69721104		X								4/6/2016	1/23/2017	1,697		2,027													330
55	PERRIGO CO PLC	G97822103		X								11/25/2015	8/16/2016	444		752													-308
56	NXP SEMICONDUCTORS NV	N6596X109		X								8/18/2015	1/23/2017	482		442													40
57	NXP SEMICONDUCTORS NV	N6596X109		X								11/6/2014	1/23/2017	888		685													203
58	INV BALANCE RISK COMM S	008881508		X								9/8/2016	12/01/2017	24,088		24,123													-35
59	PERRIGO CO PLC	G97822103		X								11/19/2015	8/16/2016	4,437		7,727													-3,290
60	ALEXION PHARMACEUTICAL	015351109		X								2/5/2015	4/26/2016	482		532													-70
61	ALEXION PHARMACEUTICAL	015351109		X								8/31/2015	4/26/2016	308		345													-37
62	ALEXION PHARMACEUTICAL	015351109		X								9/7/2016	1/23/2017	1,056		1,002													54
63	ALIGN TECHNOLOGY INC	016255101		X								8/3/2015	4/26/2016	1,113		938													54
64	ALIGN TECHNOLOGY INC	016255101		X								8/3/2015	12/12/2016	1,764		1,125													175
65	ALIGN TECHNOLOGY INC	016255101		X								8/3/2015	1/23/2017	1,107		750													639
66	ALPHABET INC CL C	02079K107		X								12/21/2015	4/26/2016	3,518		3,705													357
67	ALPHABET INC CL C	02079K107		X								9/7/2016	1/23/2017	2,452		2,339													187
68	ALPHABET INC CL C	02079K107		X								7/27/2015	1/23/2017	1															

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

Long Term CG Distributions		Short Term CG Distributions		Amount		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss		
				21,367		Capital Gains/Losses		922,469		857,283		65,186		
				0		Other sales		0		0		0		
Description	CUSIP #	Check "X" if to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
73 AMER CENT SMALL CAP GR	025083320	X				7/24/2015	1/20/2017	4,322	4,407					-85
74 APPLE INC	037833100	X				8/31/2015	2/4/2016	288	339					-51
75 APPLE INC	037833100	X				9/1/2015	2/4/2016	2,497	2,995					-498
76 APPLE INC	037833100	X				12/5/2012	2/4/2016	3,841	3,147					694
77 APPLE INC	037833100	X				12/5/2012	4/26/2016	1,668	1,259					409
78 APPLE INC	037833100	X				9/7/2016	1/23/2017	2,160	1,937					223
79 APPLE INC	037833100	X				12/5/2012	1/23/2017	840	551					289
80 ARTISAN INTERNATIONAL FUND	04314H402	X				4/27/2016	5/12/2016	974	988					-14
81 ARTISAN INTERNATIONAL FUND	04314H402	X				9/14/2011	5/12/2016	9,770	6,977					2,803
82 ARTISAN INTERNATIONAL FUND	04314H402	X				9/14/2011	9/6/2016	33,247	22,984					10,263
83 ARTISAN MID CAP FUND-INS	04314H600	X				7/24/2015	5/12/2016	450	564				114	0
84 ARTISAN MID CAP FUND-INS	04314H600	X				7/8/2015	9/6/2016	490	574					-84
85 APPLE INC	037833100	X				4/29/2013	2/4/2016	3,841	4,062					-221
86 FORTUNE BRANDS HOME & FURNITURE	34984C106	X				7/10/2014	5/12/2016	211	227					-16
87 JP MORGAN MID CAP VALUE	339128100	X				9/1/2014	9/6/2016	5,026	7,487					-2,461
88 CREDIT SUISSE COMM RET	22544R305	X				9/1/2014	9/6/2016	17,657	25,905					-7,949
89 CREDIT SUISSE COMM RET	22544R305	X				7/10/2014	9/6/2016	477	480					-3
90 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	9/6/2016	3,952	3,959					-7
91 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	9/6/2016	660	677					-17
92 FORTUNE BRANDS HOME & FURNITURE	34984C106	X				8/31/2015	4/26/2016	1,375	1,152					223
93 FORTUNE BRANDS HOME & FURNITURE	34984C106	X				12/5/2012	7/21/2016	25	13					12
94 FORTUNE BRANDS HOME & FURNITURE	34984C106	X				2/19/2013	4/26/2016	516	306					-210
95 FORTUNE BRANDS HOME & FURNITURE	34984C106	X				9/7/2016	1/23/2017	1,278	1,440					-162
96 FORTUNE BRANDS HOME & FURNITURE	34984C106	X				2/19/2013	1/23/2017	500	306					194
97 FORTUNE BRANDS HOME & FURNITURE	34984C106	X				4/14/2015	4/26/2016	1,350	1,141					209
98 HOME DEPOT INC	43707B102	X				9/7/2016	1/23/2017	1,516	1,461					55
99 HOME DEPOT INC	43707B102	X				4/14/2015	1/23/2017	827	685					142
100 HOME DEPOT INC	43707B102	X				12/5/2012	4/26/2016	1,216	653					563
101 INTERCONTINENTAL EXCHANGE	45866F104	X				9/7/2016	1/23/2017	1,708	1,701					31
102 INTERCONTINENTAL EXCHANGE	45866F104	X				12/5/2012	1/23/2017	57	26					5
103 INTERCONTINENTAL EXCHANGE	45866F104	X				8/31/2015	1/23/2017	595	428					157
104 INTUIT COM	481202103	X				7/24/2015	9/6/2016	6,152	7,075					-923
105 ARTISAN MID CAP FUND-INS	04314H600	X				11/16/2015	5/12/2016	616	655					-39
106 BLACKROCK GL US CREDIT	091938732	X				1/16/2015	1/20/2017	3,651	3,730					-79
107 BLACKROCK GL US CREDIT	091938732	X				1/16/2015	4/26/2016	884	806					78
108 BOSTON SCIENTIFIC CORP	101137107	X				4/14/2015	4/26/2016	884	806					78
109 BOSTON SCIENTIFIC CORP	101137107	X				9/7/2016	1/23/2017	1,423	1,466					-43
110 BOSTON SCIENTIFIC CORP	101137107	X				4/14/2015	1/23/2017	569	430					139
111 CARDINAL HEALTH INC COM	14149Y108	X				4/14/2015	2/4/2016	1,529	1,805					-276
112 CARDINAL HEALTH INC COM	14149Y108	X				7/27/2015	2/4/2016	918	991					-73
113 CARDINAL HEALTH INC COM	14149Y108	X				5/23/2014	5/31/2016	5,291	4,595					696
114 CARDINAL HEALTH INC COM	14149Y108	X				7/27/2015	5/31/2016	2,211	2,312					-101
115 CARDINAL HEALTH INC COM	14149Y108	X				8/31/2015	5/31/2016	316	329					-13
116 CELGENE CORP COM	151020104	X				12/5/2012	4/26/2016	1,615	597					1,018
117 CELGENE CORP COM	151020104	X				9/7/2016	1/23/2017	1,577	1,499					78
118 CELGENE CORP COM	151020104	X				12/5/2012	1/23/2017	113	40					73
119 CENTENE CORP DEL	15155B101	X				5/31/2016	1/23/2017	1,066	1,061					5
120 CERNER CORP COM	156782104	X				12/5/2012	4/26/2016	888	589					279
121 CERNER CORP COM	156782104	X				8/15/2015	11/16/2016	6,504	5,226					1,278
122 CONCHO RESOURCES INC	20605P101	X				8/18/2015	4/26/2016	1,185	1,100					85
123 CONCHO RESOURCES INC	20605P101	X				8/18/2015	1/23/2017	1,080	880					210
124 CONSTELLATION BRANDS IN	21036P108	X				8/31/2015	4/26/2016	156	128					28
125 CONSTELLATION BRANDS IN	21036P108	X				12/29/2014	4/26/2016	1,407	893					514
126 CONSTELLATION BRANDS IN	21036P108	X				9/29/2014	5/31/2016	2,300	1,489					811
127 CONSTELLATION BRANDS IN	21036P108	X				9/7/2016	1/23/2017	1,368	1,495					-129
128 CREDIT SUISSE COMM RET	22544R305	X				1/31/2014	4/22/2016	2,146	3,231					-1,085
129 CREDIT SUISSE COMM RET	22544R305	X				1/31/2014	5/12/2016	776	1,142					-366
130 CREDIT SUISSE COMM RET	22544R305	X				9/11/2014	1/20/2017	5,143	6,984					-1,851
131 CREDIT SUISSE COMM RET	22544R305	X				12/7/2015	1/20/2017	13,845	15,704					-1,859
132 CREDIT SUISSE COMM RET	22544R305	X				4/27/2015	1/20/2017	2,980	3,392					-412
133 CREDIT SUISSE COMM RET	22544R305	X				11/25/2015	4/26/2016	3,970	3,653					317
134 DANAHER CORP	235851102	X				11/25/2015	4/26/2016	672	679					-7
135 DODGE & COX INTL STOCK	256208103	X				1/27/2015	4/26/2016	788	428					340
136 DODGE & COX INTL STOCK	256208103	X				11/16/2015	4/22/2016	1,751	2,036					-285
137 DODGE & COX INTL STOCK	256208103	X				11/16/2015	4/22/2016	3,601	3,789					-187
138 DODGE & COX INTL STOCK	256208103	X				11/16/2015	5/12/2016	3,604	4,037					-433
139 DODGE & COX INTL STOCK	256208103	X				1/15/2016	5/12/2016	2,740	2,548					192
140 DODGE & COX INTL STOCK	256208103	X				9/14/2011	9/6/2016	6,328	4,629					1,499
141 DODGE & COX INTL STOCK	256208103	X				1/15/2016	9/6/2016	2,884	2,378					506
142 DODGE & COX INTL STOCK	256208103	X				11/3/2008	9/6/2016	34,434	22,064					12,370
143 DODGE & COX INTL STOCK	256208103	X				11/3/2008	1/20/2017	4,804	3,057					1,747
144 DODGE & COX INCOME FUND	256210105	X				7/24/2015	4/22/2016	3,352	3,364					12

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

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions										21,387		Capital Gains/Losses Other sales		922,469		857,283		65,186	
										0		0		0		0		0	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss					
145 DODGE & COX INCOME FDC	256210105	X				5/16/2016	9/6/2016	14,589	14,284				0	335					
146 DODGE & COX INCOME FDC	256210105	X				8/17/2015	9/6/2016	3,451	3,384				0	67					
147 DODGE & COX INCOME FDC	256210105	X				7/24/2015	9/6/2016	16,722	16,303				2	419					
148 EATON VANCE GLOBAL MAC	277923728	X				11/16/2015	5/12/2016	135	139				0	-2					
149 EATON VANCE GLOBAL MAC	277923728	X				11/16/2015	1/20/2017	138	138				0	-2					
150 EATON VANCE GLOBAL MAC	277923728	X				11/16/2015	1/20/2017	1,326	1,340				0	-14					
151 ECOLAB INC	278865100	X				10/30/2014	4/26/2016	579	543				0	36					
152 ECOLAB INC	278865100	X				10/30/2014	5/31/2016	434	434				0	34					
153 ECOLAB INC	278865100	X				12/5/2012	5/31/2016	2,456	1,500				0	956					
154 FACEBOOK INC	30303M102	X				3/10/2015	4/26/2016	1,624	1,186				0	438					
155 FACEBOOK INC	30303M102	X				9/7/2016	1/23/2017	1,546	1,570				0	-24					
156 FACEBOOK INC	30303M102	X				5/23/2014	1/23/2017	1,289	612				0	677					
157 FID ADV EMER MKTS INC. CL	315920702	X				10/17/2013	4/22/2016	1,628	1,696				0	-68					
158 FID ADV EMER MKTS INC. CL	315920702	X				10/17/2013	5/12/2016	479	479				0	-16					
159 FID ADV EMER MKTS INC. CL	315920702	X				9/8/2016	1/20/2017	641	666				0	-25					
160 JPMORGAN MID CAP VALUE	339128100	X				7/10/2014	4/22/2016	5,986	6,350				0	-354					
161 INTUIT.COM	481202103	X				12/5/2012	1/23/2017	488	241				20	227					
162 JPMORGAN HIGH YIELD FUN	4812C0803	X				12/23/2014	5/12/2016	262	282				0	-1,210					
163 JPMORGAN HIGH YIELD FUN	4812C0803	X				7/24/2015	1/20/2017	4,818	46,028				0	-62					
164 JPMORGAN HIGH YIELD FUN	4812C0803	X				11/16/2015	1/20/2017	2,965	2,841				0	124					
165 JPMORGAN HIGH YIELD FUN	4812C0803	X				12/8/2014	1/20/2017	274	282				0	-8					
166 JPMORGAN HIGH YIELD FUN	4812C0803	X				9/8/2016	1/20/2017	16,233	16,145				0	88					
167 JPMORGAN HIGH YIELD FUN	4812C0803	X				4/27/2016	1/20/2017	1,179	1,127				0	52					
168 JPMORGAN HIGH YIELD FUN	4812C0803	X				9/7/2016	1/23/2017	1,353	1,498				0	-145					
169 ESTEE LAUDER COMPANIES	518439104	X				9/14/2011	5/12/2016	169	173				4	0					
170 MERGER FUND-INST #301	589509207	X				9/14/2011	1/20/2017	1,361	1,366				0	-5					
171 MERGER FUND-INST #301	589509207	X				1/27/2015	9/6/2016	24,985	24,950				0	45					
172 MET WEST TOTAL RETURN B	592905509	X				11/19/2015	4/26/2016	1,791	1,895				0	-104					
173 MICROSOFT CORP	594918104	X				11/19/2015	1/23/2017	880	758				0	122					
174 MICROSOFT CORP	594918104	X				12/11/2015	1/23/2017	1,006	883				0	143					
175 MICROSOFT CORP	594918104	X				9/7/2016	1/23/2017	1,257	1,151				0	106					
176 MICROSOFT CORP	594918104	X				9/7/2016	1/23/2017	1,227	1,214				0	13					
177 MIDDLEBY CORP	596278101	X				9/11/2015	4/26/2016	1,227	1,390				0	71					
178 MIDDLEBY CORP	596278101	X				1/23/2017	1/23/2017	1,461	1,390				0	4					
179 MONDELEZ INTERNATIONAL	609207105	X				8/31/2015	12/12/2016	1,832	1,831				0	1					
180 MONDELEZ INTERNATIONAL	609207105	X				9/11/2015	12/12/2016	1,832	1,831				0	1					
181 MONDELEZ INTERNATIONAL	609207105	X				12/5/2012	12/12/2016	341	205				0	136					
182 MONDELEZ INTERNATIONAL	609207105	X				12/5/2012	1/23/2017	1,031	580				0	441					
183 MONSANTO CO NEW	61168W101	X				12/5/2012	4/6/2016	7,775	8,095				0	-320					
184 MONSTER BEVERAGE CORP	61174X109	X				9/7/2016	1/23/2017	1,438	1,675				0	-237					
185 MONSTER BEVERAGE CORP	61174X109	X				3/10/2015	1/23/2017	87	91				0	-4					
186 ASG GLOBAL ALTERNATIVES	638727885	X				7/22/2013	9/6/2016	20,055	23,493				0	-3,438					
187 ASG GLOBAL ALTERNATIVES	638727885	X				7/22/2013	1/20/2017	3,036	3,407				0	-371					
188 NEUBERGER BERMAN LONG	64128R608	X				7/10/2014	5/12/2016	140	143				3	0					
188 NEUBERGER BERMAN LONG	64128R608	X				6/25/2014	9/6/2016	141	144				0	-3					
189 NEUBERGER BERMAN LONG	64128R608	X				7/10/2014	9/6/2016	15,292	15,459				0	-167					
190 NEUBERGER BERMAN LONG	64128R608	X				7/10/2014	9/6/2016	2,106	2,090				0	16					
191 NEUBERGER BERMAN LONG	64128R608	X				1/11/2016	4/26/2016	2,378	2,398				0	-8					
192 NIKE INC CL B	654108103	X				1/11/2016	11/16/2016	455	537				0	-82					
193 NIKE INC CL B	654108103	X				9/7/2016	11/16/2016	1,295	1,445				0	-180					
194 NIKE INC CL B	654108103	X				8/3/2015	11/16/2016	5,162	5,842				0	-680					
195 NIKE INC CL B	654108103	X				8/3/2015	1/23/2017	1,060	1,145				0	-85					
196 NIKE INC CL B	654108103	X				5/25/2011	4/22/2016	3,795	4,252				458	1					
197 OPPENHEIMER DEVELOPING	683974604	X				7/22/2013	4/22/2016	9,524	10,609				180	905					
198 OPPENHEIMER DEVELOPING	683974604	X				1/31/2014	4/22/2016	382	425				0	-43					
199 OPPENHEIMER DEVELOPING	683974604	X				1/31/2014	9/6/2016	90,188	91,278				0	-1,090					
200 OPPENHEIMER DEVELOPING	683974604	X				4/6/2016	1/23/2017	1,899	2,120				0	-221					
201 PPG INDUSTRIES INC	693308107	X				12/21/2015	4/26/2016	752	904				0	521					
202 PALO ALTO NETWORKS INC	697435105	X				10/30/2014	4/26/2016	3,979	3,458				0	-521					
203 THE PRICELINE GROUP INC	741503403	X				12/5/2012	4/26/2016	2,853	1,335				0	1,318					
204 THE PRICELINE GROUP INC	741503403	X				9/7/2016	1/23/2017	3,099	2,890				0	209					
205 THE PRICELINE GROUP INC	741503403	X				4/27/2016	9/6/2016	453	446				0	7					
206 BOSTON P LINGSHRT RES-IN	74925K581	X				7/22/2013	9/6/2016	6,597	5,802				0	795					
207 BOSTON P LINGSHRT RES-IN	74925K581	X				7/22/2013	1/20/2017	874	752				0	122					
208 BOSTON P LINGSHRT RES-IN	74925K581	X				9/11/2014	4/22/2016	10,380	10,490				0	-110					
209 T ROWE PRICE SHORT TERM	77957P105	X				4/27/2015	4/22/2016	16,320	16,458				0	-138					
210 T ROWE PRICE SHORT TERM	77957P105	X				1/16/2015	4/22/2016	4,562	4,562				0	0					
211 T ROWE PRICE SHORT TERM	77957P105	X				1/31/2014	5/12/2016	228	237				9	0					
212 T ROWE PRICE INST FLOAT	77958B402	X				1/31/2014	1/20/2017	1,578	1,811				0	-33					
213 T ROWE PRICE INST FLOAT	77958B402	X				5/5/2014	1/20/2017	13,365	13,624				0	-239					
214 T ROWE PRICE INST FLOAT	77958B402	X				1/27/2015	1/20/2017	799	794				0	5					
215 T ROWE PRICE INST FLOAT	77958B402	X				7/10/2014	1/20/2017	1,576	1,607				0	-31					
216 T ROWE PRICE INST FLOAT	77958B402	X											0						

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

Totals												
		Amount		Capital Gains/Losses		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss		
		21,387				922,469		857,283		65,186		
		0		Other sales				0		0		

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

		829	0	0	829
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	829			829

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

		448	448	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	448	448		

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

		2,024,821		2,006,249		2,287,895	
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year		
1			0				
2	AMAZON COM INC		0	8,456	23,880		
3	APPLE COMPUTER INC COM		0	16,056	25,605		
4	BOSTON SCIENTIFIC CORP COM		0	9,511	13,016		
5	CELGENE CORP COM		0	4,178	12,196		
6	DANAHER CORP		0	3,468	7,133		
7	DODGE & COX INCOME FD COM 147		0	106,446	110,979		
8	ECOLAB INC		0	4,000	6,727		
9	HOME DEPOT INC		0	9,726	18,711		
10	INTUIT COM		0	3,076	6,048		
11	ESTEE LAUDER COMPANIES INC		0	9,314	11,207		
12	MICROSOFT CORP		0	13,891	23,403		
13	NIKE INC CL B		0	6,272	5,925		
14	PPG INDUSTRIES INC		0	11,434	11,101		
15	STARBUCKS CORP COM		0	6,253	11,486		
16	TRACTOR SUPPLY CO COM		0	8,148	14,145		
17	NEWELL RUBBERMAID INC		0	8,120	7,052		
18	ARTISAN INTERNATIONAL FD I 662		0	62,442	83,866		
19	ALEXION PHARMACEUTICALS INC		0	9,405	11,892		
20	MERGER FUND-INST #301		0	41,106	41,074		
21	ARTISAN MID CAP FUND-INSTL 1333		0	105,158	106,423		
22	MET WEST TOTAL RETURN BOND CL I 51		0	194,733	189,673		
23	FID ADV EMER MKTS INC- CL I 607		0	136,328	140,502		
24	CONSTELLATION BRANDS INC		0	7,860	10,633		
25	T ROWE PRICE REAL ESTATE FD 122		0	126,897	127,828		
26	ALIGN TECHNOLOGY INC		0	5,921	8,802		
27	EATON VANCE GLOBAL MACRO - I		0	71,102	70,357		
28	ACCENTURE PLC		0	4,750	7,743		
29	DODGE & COX INT'L STOCK FD 1048		0	34,249	82,982		
30	VERISK ANALYTICS INC		0	6,870	7,686		
31	AMER CENT SMALL CAP GRWTH INST 336		0	70,428	71,476		
32	CENTENE CORP DEL		0	9,989	10,440		
33	ALLERGAN PLC		0	10,077	7,223		
34	MONSTER BEVERAGE CORP		0	10,607	10,267		
35	JP MORGAN MID CAP VALUE-I 758		0	76,969	106,514		
36	ALPHABET INC/CA		0	19,270	32,668		
37	STERLING CAPITAL STRATTON SMALL CA		0	65,483	71,600		
38	PRICELINE COM INC		0	10,280	17,326		
39	ASG GLOBAL ALTERNATIVES-Y 1993		0	44,879	41,290		
40	MIDDLEBY CORP		0	7,413	8,990		
41	S&P GLOBAL INC		0	6,908	9,134		
42	NXP SEMICONDUCTORS NV		0	6,900	9,296		
43	FORTIVE CORP		0	4,730	6,139		
44	SALESFORCE COM INC		0	10,389	14,475		
45	O'REILLY AUTOMOTIVE INC		0	6,599	6,032		
46	VANGUARD REIT VIPER		0	20,774	34,843		

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

		2,024,821	2,006,249	2,287,895
	Asset Description	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	AQR MANAGED FUTURES STR-I	0	76,206	70,612
48	VANGUARD INFLAT-PROT SECS-ADM 511	0	16,374	15,975
49	JPMORGAN HIGH YIELD FUND SS 3580	0	31,803	33,286
50	T ROWE PRICE INST FLOAT RATE 170	0	13,369	13,618
51	FORTUNE BRANDS HOME & SECURITY	0	6,486	10,530
52	TRANSDIGM GROUP INC	0	9,024	8,656
53	JAZZ PHARMACEUTICALS PLC	0	9,620	11,460
54	OPPENHEIMER DEVELOPING MKT-I 799	0	140,280	142,153
55	VANTIV INC	0	7,778	9,087
56	FACEBOOK INC	0	10,210	26,064
57	PALO ALTO NETWORKS INC	0	9,773	8,706
58	MONDELEZ INTERNATIONAL INC	0	3,183	5,491
59	BLACKROCK GL L/S CREDIT-INS #1833	0	83,035	82,749
60	WABCO HOLDINGS INC	0	10,188	10,249
61	NORWEGIAN CRUISE LINE HOLDING	0	14,920	13,489
62	SPDR DJ WILSHIRE INTERNATIONAL REA	0	68,629	70,978
63	CONCHO RESOURCES INC	0	6,177	9,621
64	ROBECO BP LNG/SHRT RES-INS	0	15,190	17,737
65	VISA INC-CLASS A SHRS	0	11,770	19,850
66	NEUBERGER BERMAN LONG SH-INS #183	0	40,696	41,350
67	INTERCONTINENTAL EXCHANGE GROUP I	0	4,673	10,446

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

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

1	FEDERAL EXCISE TAX REFUND	1	1,009
2	RECOVERY OF GRANTS PAID	2	17,501
3	Total	3	18,510

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

1	COST BASIS ADJUSTMENT	1	1,486
2	MUTUAL FUND TIMING DIFFERENCE	2	495
3	PY RETURN OF CAPITAL ADJUSTMENT	3	1,032
4	Total	4	3,013

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

Long Term CG Distributions										Amount			
Short Term CG Distributions										21,367	0		
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses
1 VISA INC-CLASS A SHRS	92826C839		8/3/2015	4/26/2016	1,177		0	1,134	43		0	0	43
2 VISA INC-CLASS A SHRS	92826C839		8/3/2015	1/23/2017	696		0	605	51		0	0	51
3 VISA INC-CLASS A SHRS	92826C839		9/7/2016	1/23/2017	1,476		0	1,498	-22		0	0	-22
4 VISA INC-CLASS A SHRS	92826C839		8/3/2015	1/23/2017	574		0	498	76		0	0	76
5 WABCO HOLDINGS INC	92927K102		12/1/2016	1/23/2017	1,264		0	1,328	-64		0	0	-64
6 WHITEWAVE FOODS CO	96624K105		2/4/2016	4/26/2016	1,030		0	965	65		0	0	65
7 WHITEWAVE FOODS CO	96624K105		8/2/2013	9/16/2016	9,423		0	3,341	6,082		0	0	6,082
8 WHITEWAVE FOODS CO	96624K105		12/9/2013	8/16/2016	2,535		0	1,051	1,484		0	0	1,484
9 WHITEWAVE FOODS CO	96624K105		2/4/2016	8/16/2016	2,425		0	1,698	727		0	0	727
10 ALLERGAN PLC	G0177J108		7/27/2015	4/26/2016	1,099		0	1,643	-544		0	0	-544
11 T ROWE PRICE INST FLOAT	77958B402		1/16/2014	1/20/2017	232		0	237	-5		0	0	-5
12 SPDR DJ WILSHIRE INTERNA	78463X963		5/23/2011	4/22/2016	4,238		0	4,004	234		0	0	234
13 SPDR DJ WILSHIRE INTERNA	78463X963		5/23/2011	5/12/2016	545		0	515	30		0	0	30
14 T ROWE PRICE INST FLOAT	77958B402		9/8/2016	1/20/2017	7,749		0	7,695	54		0	0	54
15 SPDR DJ WILSHIRE INTERNA	78463X963		11/10/2015	5/12/2016	126		0	118	8		0	0	8
16 SPDR DJ WILSHIRE INTERNA	78463X963		11/10/2015	9/6/2016	430		0	394	36		0	0	36
17 SPDR DJ WILSHIRE INTERNA	78463X963		9/14/2011	9/6/2016	7,903		0	6,408	1,495		0	0	1,495
18 SPDR DJ WILSHIRE INTERNA	78463X963		9/14/2011	10/7/2016	12,837		0	11,318	1,519		0	0	1,519
19 SALESFORCE COM INC	79466L302		8/31/2015	4/26/2016	532		0	486	46		0	0	46
20 SALESFORCE COM INC	79466L302		7/11/2014	4/26/2016	608		0	435	173		0	0	173
21 SALESFORCE COM INC	79466L302		9/7/2016	1/23/2017	1,906		0	1,873	33		0	0	33
22 SALESFORCE COM INC	79466L302		12/1/2016	1/23/2017	76		0	70	6		0	0	6
23 T ROWE PRICE INST FLOAT	77958B402		4/27/2016	1/20/2017	3,149		0	3,093	56		0	0	56
24 T ROWE PRICE REAL ESTAT	779919109		12/24/2015	4/22/2016	867		0	850	17		0	0	17
25 T ROWE PRICE REAL ESTAT	779919109		12/24/2015	5/12/2016	1,518		0	1,453	65		0	0	65
26 STARBUCKS CORP COM	855244109		8/31/2015	1/23/2017	288		0	274	14		0	0	14
27 S&P GLOBAL INC	78409V104		1/27/2015	1/23/2017	1,275		0	1,008	267		0	0	267
28 STARBUCKS CORP COM	855244109		10/30/2014	1/23/2017	750		0	502	248		0	0	248
29 STERICYCLE INC COM	85912K546		8/31/2015	5/31/2016	980		0	1,416	-436		0	0	-436
30 STERICYCLE INC COM	85912K546		2/25/2016	5/31/2016	980		0	1,152	-172		0	0	-172
31 STERLING CAPITAL STRAT	85917K546		7/10/2014	4/22/2016	2,440		0	2,627	-187		0	0	-187
32 STERLING CAPITAL STRAT	85917K546		7/10/2014	5/12/2016	24,399		0	26,349	-1,950		0	0	-1,950
33 STERLING CAPITAL STRAT	85917K546		9/8/2016	1/20/2017	5,133		0	4,882	251		0	0	251
34 TEAM HEALTH HOLDINGS INC	87817A107		1/12/2015	2/25/2016	1,160		0	1,480	-320		0	0	-320
35 TEAM HEALTH HOLDINGS INC	87817A107		5/23/2014	2/25/2016	178		0	197	-19		0	0	-19
36 TEAM HEALTH HOLDINGS INC	87817A107		4/29/2013	8/16/2016	5,192		0	5,561	-369		0	0	-369
37 TEAM HEALTH HOLDINGS INC	87817A107		5/23/2014	8/16/2016	742		0	1,035	-293		0	0	-293
38 TRACTOR SUPPLY CO COM	892356106		8/31/2015	4/26/2016	665		0	599	66		0	0	66
39 TRACTOR SUPPLY CO COM	892356106		12/5/2012	4/26/2016	760		0	339	421		0	0	421
40 STERICYCLE INC COM	859912108		12/5/2012	5/31/2016	7,055		0	6,769	286		0	0	286
41 TRACTOR SUPPLY CO COM	892356106		12/5/2012	1/23/2017	223		0	127	96		0	0	96
42 VANGUARD REIT VIPER	922908553		12/17/2010	4/22/2016	2,038		0	1,228	810		0	0	810
43 VANGUARD REIT VIPER	922908553		12/17/2010	5/12/2016	3,467		0	2,014	1,453		0	0	1,453
44 VANGUARD REIT VIPER	922908553		12/17/2010	9/6/2016	26,510		0	14,537	11,973		0	0	11,973
45 VANGUARD REIT VIPER	922908553		12/17/2010	10/7/2016	29,216		0	17,483	11,733		0	0	11,733
46 VANGUARD REIT VIPER	922908553		12/17/2010	1/20/2017	578		0	344	234		0	0	234
47 VERISK ANALYTICS INC	92345Y106		9/11/2015	4/26/2016	393		0	369	24		0	0	24
48 VERISK ANALYTICS INC	92345Y106		9/11/2015	1/23/2017	1,053		0	960	93		0	0	93
49 TRACTOR SUPPLY CO COM	892356106		9/7/2016	1/23/2017	1,263		0	1,423	-160		0	0	-160
50 ALLERGAN PLC	G0177J108		5/31/2016	12/1/2016	1,900		0	2,350	-450		0	0	-450
51 ALLERGAN PLC	G0177J108		9/7/2016	12/1/2016	1,330		0	1,671	-341		0	0	-341
52 ACCENTURE PLC	G1151C101		12/5/2012	1/23/2017	1,033		0	629	404		0	0	404
53 JAZZ PHARMACEUTICALS PL	G50871105		9/12/2014	1/23/2017	1,096		0	1,522	-426		0	0	-426
54 NORWEGIAN CRUISE LINE H	G66721104		4/6/2016	1/23/2017	1,697		0	2,027	-330		0	0	-330
55 PERRIGO CO PLC	G97822103		11/25/2015	8/16/2016	444		0	752	-308		0	0	-308
56 NXP SEMICONDUCTORS NV	N6596X109		8/18/2015	1/23/2017	482		0	442	40		0	0	40
57 NXP SEMICONDUCTORS NV	N6596X109		11/6/2014	1/23/2017	868		0	665	203		0	0	203
58 INV BALANCE RISK COMM S	O0886Y508		9/8/2016	1/20/2017	24,088		0	24,123	-35		0	0	-35
59 PERRIGO CO PLC	G97822103		11/19/2015	8/16/2016	4,437		0	7,727	-3,290		0	0	-3,290
60 ALEXION PHARMACEUTICAL	O15351109		2/5/2015	4/26/2016	462		0	532	-70		0	0	-70
61 ALEXION PHARMACEUTICAL	O15351109		8/31/2015	4/26/2016	308		0	345	-37		0	0	-37
62 ALEXION PHARMACEUTICAL	O15351109		9/7/2016	1/23/2017	1,056		0	1,002	54		0	0	54
63 ALIGN TECHNOLOGY INC	O16255101		8/3/2015	4/26/2016	1,113		0	938	175		0	0	175
64 ALIGN TECHNOLOGY INC	O16255101		8/3/2015	1/2/2016	1,764		0	1,125	639		0	0	639
65 ALIGN TECHNOLOGY INC	O16255101		8/3/2015	1/23/2017	1,107		0	750	357		0	0	357
66 ALPHABET INC CL C	O2079K107		12/21/2015	4/26/2016	3,518		0	3,705	-187		0	0	-187
67 ALPHABET INC CL C	O2079K107		9/7/2016	1/23/2017	2,452		0	2,339	113		0	0	113
68 ALPHABET INC CL C	O2079K107		7/27/2015	1/23/2017	1,634		0	1,253	381		0	0	381
69 AMAZON COM INC COM	O23135106		2/4/2016	4/26/2016	3,082		0	2,650	432		0	0	432
													43,819

[illegible]

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

Long Term CG Distributions										Amount			
Short Term CG Distributions										21,367	0		
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses
133 DODGE & COX INTL STOCK	256206103		1/15/2016	5/12/2016	2,740		0	2,548	192		0	0	192
140 DODGE & COX INTL STOCK	256206103		9/14/2011	9/6/2016	6,328		0	4,829	1,499		0	0	1,499
141 DODGE & COX INTL STOCK	256206103		1/15/2016	9/6/2016	2,884		0	2,378	506		0	0	506
142 DODGE & COX INTL STOCK	256206103		11/3/2008	9/6/2016	34,434		0	22,064	12,370		0	0	12,370
143 DODGE & COX INTL STOCK	256206103		11/3/2008	12/20/2017	4,804		12	3,057	1,747		0	0	1,747
144 DODGE & COX INCOME FD C	256210105		7/24/2015	4/22/2016	3,352		0	3,364	0		0	0	0
145 DODGE & COX INCOME FD C	256210105		5/16/2016	9/6/2016	14,599		0	14,284	335		0	0	335
146 DODGE & COX INCOME FD C	256210105		8/17/2015	9/6/2016	3,451		0	3,384	67		0	0	67
147 DODGE & COX INCOME FD C	256210105		7/24/2015	9/6/2016	16,722		0	16,303	419		0	0	419
148 EATON VANCE GLOBAL MAC	277923728		11/16/2015	5/12/2016	135		2	139	-2		0	0	-2
149 EATON VANCE GLOBAL MAC	277923728		11/1/2015	12/20/2017	136		0	138	-2		0	0	-2
150 EATON VANCE GLOBAL MAC	277923728		11/16/2015	12/20/2017	1,328		0	1,340	-14		0	0	-14
151 ECOLAB INC	278865100		10/30/2014	4/26/2016	579		0	543	36		0	0	36
152 ECOLAB INC	278865100		10/30/2014	5/31/2016	468		0	434	34		0	0	34
153 ECOLAB INC	278865100		12/5/2012	5/31/2016	2,456		0	1,500	956		0	0	956
154 FACEBOOK INC	30303M102		3/10/2015	4/26/2016	1,624		0	1,166	458		0	0	458
155 FACEBOOK INC	30303M102		9/7/2016	12/3/2017	1,546		0	1,570	-24		0	0	-24
156 FACEBOOK INC	30303M102		5/23/2014	12/3/2017	1,289		0	612	677		0	0	677
157 FID ADV EMER MKTS INC- CL	315920702		10/17/2013	4/22/2016	1,628		0	1,696	-68		0	0	-68
158 FID ADV EMER MKTS INC- CL	315920702		10/17/2013	5/12/2016	463		0	479	-16		0	0	-16
159 FID ADV EMER MKTS INC- CL	315920702		9/8/2016	12/20/2017	641		0	666	-25		0	0	-25
160 JP MORGAN MID CAP VALUE	339128100		7/10/2014	4/22/2016	5,996		0	6,350	-354		0	0	-354
161 INTUIT COM	461202103		12/5/2012	12/3/2017	468		0	241	227		0	0	227
162 JPMORGAN HIGH YIELD FUN	4812C0803		12/3/2014	5/12/2016	262		20	282	0		0	0	0
163 JPMORGAN HIGH YIELD FUN	4812C0803		12/3/2014	12/20/2017	44,818		0	46,028	-1,210		0	0	-1,210
164 JPMORGAN HIGH YIELD FUN	4812C0803		7/24/2015	12/20/2017	4,562		0	4,624	-62		0	0	-62
165 JPMORGAN HIGH YIELD FUN	4812C0803		11/16/2015	12/20/2017	2,965		0	2,841	124		0	0	124
166 JPMORGAN HIGH YIELD FUN	4812C0803		12/8/2014	12/20/2017	274		0	292	-8		0	0	-8
167 JPMORGAN HIGH YIELD FUN	4812C0803		9/8/2016	12/20/2017	16,233		0	16,145	88		0	0	88
168 JPMORGAN HIGH YIELD FUN	4812C0803		4/27/2016	12/20/2017	1,179		0	1,127	52		0	0	52
169 ESTEE LAUDER COMPANIES	518439104		9/7/2016	12/3/2017	1,353			1,498	-145		0	0	-145
170 MERGER FUND-INST #301	589509207		9/14/2011	5/12/2016	169		4	173	0		0	0	0
171 MERGER FUND-INST #301	589509207		9/14/2011	12/20/2017	1,361		0	1,366	-5		0	0	-5
172 MET WEST TOTAL RETURN E	592905909		12/7/2015	9/6/2016	24,995		0	24,950	45		0	0	45
173 MICROSOFT CORP	594918104		11/19/2015	4/26/2016	1,791		0	1,895	-104		0	0	-104
174 MICROSOFT CORP	594918104		11/19/2015	12/3/2017	880		0	758	122		0	0	122
175 MICROSOFT CORP	594918104		12/11/2015	12/3/2017	1,006		0	863	143		0	0	143
176 MICROSOFT CORP	594918104		9/7/2016	12/3/2017	1,257		0	1,151	106		0	0	106
177 MICROSOFT CORP	596278101		9/11/2015	4/26/2016	1,227		0	1,214	13		0	0	13
178 MIDDLEBY CORP	596278101		9/7/2016	12/3/2017	1,461		0	1,390	71		0	0	71
179 MONDELEZ INTERNATIONAL	609207105		8/31/2015	12/12/2016	767		0	763	4		0	0	4
180 MONDELEZ INTERNATIONAL	609207105		9/11/2015	12/12/2016	1,831		0	1,831	0		0	0	0
181 MONDELEZ INTERNATIONAL	609207105		12/5/2012	12/12/2016	341		0	205	136		0	0	136
182 MONDELEZ INTERNATIONAL	609207105		12/5/2012	12/3/2017	1,031		0	990	441		0	0	441
183 MONSANTO CO NEW	61166W101		12/5/2012	4/6/2016	7,775		0	8,095	-320		0	0	-320
184 MONSTER BEVERAGE CORP	61174X109		9/7/2016	12/3/2017	1,438		0	1,675	-237		0	0	-237
185 MONSTER BEVERAGE CORP	61174X109		3/10/2015	12/3/2017	87		0	91	-4		0	0	-4
186 ASG GLOBAL ALTERNATIVES	638721885		7/22/2013	9/6/2016	20,055		0	23,493	-3,438		0	0	-3,438
187 ASG GLOBAL ALTERNATIVES	638721885		7/22/2013	12/20/2017	3,036		0	3,407	-371		0	0	-371
188 NEUBERGER BERMAN LONG	64128R608		7/10/2014	5/12/2016	140		3	143	0		0	0	0
189 NEUBERGER BERMAN LONG	64128R608		6/29/2014	9/6/2016	141		0	141	-3		0	0	-3
190 NEUBERGER BERMAN LONG	64128R608		7/10/2014	9/6/2016	15,292		0	15,459	-167		0	0	-167
191 NEUBERGER BERMAN LONG	64128R608		7/10/2014	12/20/2017	2,106		0	2,090	16		0	0	16
192 NIKE INC CL B	654106103		11/1/2016	4/26/2016	2,378		0	2,386	-8		0	0	-8
193 NIKE INC CL B	654106103		11/1/2016	11/16/2016	455		0	537	-82		0	0	-82
194 NIKE INC CL B	654106103		9/7/2016	11/16/2016	1,265		0	1,445	-180		0	0	-180
195 NIKE INC CL B	654106103		8/3/2015	11/16/2016	5,162		0	5,842	-680		0	0	-680
196 NIKE INC CL B	654106103		8/3/2015	12/3/2017	1,060		0	1,145	-85		0	0	-85
197 OPPENHEIMER DEVELOPING	683974604		5/25/2011	4/22/2016	3,795		458	4,252	1		0	0	1
198 OPPENHEIMER DEVELOPING	683974604		7/22/2013	4/22/2016	9,524		180	10,609	-905		0	0	-905
199 OPPENHEIMER DEVELOPING	683974604		1/31/2014	4/22/2016	382		0	425	-43		0	0	-43
200 OPPENHEIMER DEVELOPING	683974604		1/31/2014	9/6/2016	90,188		0	91,278	-1,090		0	0	-1,090
201 PPG INDUSTRIES INC	693506107		4/6/2016	12/3/2017	1,899		0	2,120	-221		0	0	-221
202 PALO ALTO NETWORKS INC	697435105		12/21/2015	4/26/2016	752		0	904	-152		0	0	-152
203 THE PRICELINE GROUP INC	741503403		10/30/2014	4/26/2016	3,979		0	3,458	521		0	0	521
204 THE PRICELINE GROUP INC	741503403		12/5/2012	4/26/2016	2,853		0	1,335	1,318		0	0	1,318
205 THE PRICELINE GROUP INC	741503403		9/7/2016	12/3/2017	3,099		0	2,890	209		0	0	209
206 BOSTON P LING/SHRT RES-IN	74925K581		4/27/2016	9/6/2016	453		0	446	7		0	0	7
207 BOSTON P LING/SHRT RES-IN	74925K581		7/22/2013	9/6/2016	6,597		0	5,802	795		0	0	795

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

Long Term CG Distributions		Amount		Short Term CG Distributions		Amount	
		21,367		0			

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

	Date	Amount
1 Credit from prior year return	1	117
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	117

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

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	98,539
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	98,539

Supplemental Information:

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

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

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