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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

TW BEN AND AMELIA SOLOMON FUND

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

Room/suite

Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117

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

Winston Salem

NC

27101

(888) 730-4933

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

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) ► \$ 48,046

J Accounting method

Cash Accrual

 Other (specify)Part I Analysis of Revenue and Expenses (The total of
amounts in columns (b), (c), and (d) may not necessarily
equal the amounts in column (a) (see instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	876	876		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	716			
	b Gross sales price for all assets on line 6a	17,753			
	7 Capital gain net income (from Part IV, line 2)		716		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	1,592	1,592	0	
	13 Compensation of officers, directors, trustees, etc	956	717		239
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	22			22
	b Accounting fees (attach schedule)	829			829
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	8	8		
	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	1,815	725	0	1,090
	25 Contributions, gifts, grants paid	1,700			1,700
	26 Total expenses and disbursements. Add lines 24 and 25	3,515	725	0	2,790
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,923			
	b Net investment income (if negative, enter -0-)		867		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2016)

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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	1,877	1,698	1,698
	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)			
	11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	43,804	42,015	46,348	
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)	45,681	43,713	48,046	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	45,681	43,713	
	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)	45,681	43,713		
31	Total liabilities and net assets/fund balances (see instructions)	45,681	43,713		

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	45,681
2	Enter amount from Part I, line 27a	2	-1,923
3	Other increases not included in line 2 (itemize) ► FEDERAL EXCISE TAX REFUND	3	16
4	Add lines 1, 2, and 3	4	43,774
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	61
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	43,713

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	716	
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	1,005	48,893	0 020555
2014	2,394	51,897	0 046130
2013	2,471	50,293	0 049132
2012	4,886	51,017	0 095772
2011	2,298	51,123	0 044950

2 Total of line 1, column (d)	2	0 256539
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 051308
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	47,180
5 Multiply line 4 by line 3	5	2,421
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9
7 Add lines 5 and 6	7	2,430
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	2,790

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)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

1c 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

6a 2016 estimated tax payments and 2015 overpayment credited to 2016 16

6b Exempt foreign organizations—tax withheld at source

6c Tax paid with application for extension of time to file (Form 8868)

6d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d 16

8 Enter any **penalty** for underpayment of estimated tax Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ► 9 0

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ► 10 7

11 Enter the amount of line 10 to be **Credited to 2017 estimated tax** ► 7 Refunded ► 11 0

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a Yes X

1b 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 1b Yes X

1c Did the foundation file **Form 1120-POL** for this year? 1c Yes X

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities 2 Yes X

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* 3 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

4b If "Yes," has it filed a tax return on **Form 990-T** for this year? 4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T 5 Yes X

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 6 Yes X

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV* 7 Yes X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NC
NC 8a Yes X

8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation 8b Yes X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV 9 Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 Yes X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 100 N Main St MAC D4001-117 Winston Salem NC	Telephone no ► 888-730-4933 ZIP+4 ► 27101		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			15 N/A
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 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 ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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 <i>If "Yes," attach the statement required by Regulations section 53 4945–5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27		Trustee SEE ATTACHED	956	

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
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		►

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 45,911
b	Average of monthly cash balances	1b 1,987
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 47,898
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 47,898
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4 718
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 47,180
6	Minimum investment return. Enter 5% of line 5	6 2,359

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 2,359
2a	Tax on investment income for 2016 from Part VI, line 5	2a 9
b	Income tax for 2016 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 9
3	Distributable amount before adjustments Subtract line 2c from line 1	3 2,350
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 2,350
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 2,350

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 2,790
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 2,790
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 9
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 2,781

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				2,350
2 Undistributed income, if any, as of the end of 2016			1,622	
a Enter amount for 2015 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 2,790			1,622	
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			1,168	
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:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				1,182
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total			► 3a	1,700
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)					
13	Total Add line 12, columns (b), (d), and (e)		0		1,592	0
					13	1,592

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

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

Recipient(s) paid during the year

Name

FANNIE NORWOOD HOME FOR THE AGED

Street

501 S 15TH ST

City WILMINGTON	State NC	Zip Code 28401	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 850
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Name

BOYS AND GIRLS CLUB OF WILMINGTON

Street

901 NIXON ST

City WILMINGTON	State NC	Zip Code 28401	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 850
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (950-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Long Term CG Distributions	Short Term CG Distributions	Cost or Other Basis, Expenses, Depreciation, and Adjustments						Net Gain or Loss			
				Gross Sales		Capital Gains/Losses Other sales		17,753		17,037		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	Depreciation	Adjustments	Net Gain or Loss
1 MFS VALUE FUND-CLASS I #	552983694	X				7/29/2015	1/19/2017	229	225		0	0	4
2 MFS VALUE FUND-CLASS #	552983694	X				8/26/2016	1/19/2017	281	277		0	0	4
4 MFS VALUE FUND-CLASS #	552983694	X				6/18/2014	1/22/2017	13	12		0	0	1
5 MFS WEST TOTAL RETURN F	552905509	X				1/22/2015	8/24/2016	172	163		0	0	9
6 MFS WEST TOTAL RETURN F	552905509	X				1/22/2015	8/24/2016	474	473		0	0	1
7 MFS GLOBAL ALTERNATIVES	638712T885	X				7/12/2013	1/19/2017	53	55		2	0	0
8 JPMORGAN HIGH YIELD FUN	4812C0803	X				12/19/2014	1/19/2017	919	940		0	0	71
9 JPMORGAN HIGH YIELD FUN	552983694	X				7/23/2015	8/24/2016	62	69		0	0	21
10 JPMORGAN HIGH YIELD FUN	64128RE08	X				6/18/2014	8/24/2016	320	322		0	0	7
11 JPMORGAN HIGH YIELD FUN	64128RE08	X				6/18/2014	1/22/2017	40	39		0	0	2
12 MFS VALUE FUND-CLASS #	64128RE08	X				1/23/2014	8/24/2016	252	269		0	0	7
13 NEUBERGER BERMAN LONG	64128RE08	X				1/23/2014	8/24/2016	1,354	1,485		0	0	37
14 NEUBERGER BERMAN LONG	64128RE08	X				1/23/2014	8/24/2016	289	285		0	0	131
15 OPENHEIMER DEVELOPING	663974G04	X				5/25/2011	8/24/2016	41	43		0	0	25
16 OPENHEIMER DEVELOPING	663974G04	X				5/25/2011	1/19/2017	66	70		0	0	4
17 OPENHEIMER DEVELOPING	663974G04	X				5/25/2011	1/22/2017	136	140		0	0	4
18 OPENHEIMER DEVELOPING	663974G04	X				7/12/2013	8/24/2016	152	152		0	0	19
19 OPENHEIMER DEVELOPING	663974G04	X				7/12/2013	8/24/2016	152	152		0	0	0
20 BOSTON PLACEMENT RESIN	749251581	X				1/23/2014	4/20/2016	33	33		0	0	0
22 T ROWE PRICE SHORT TERM	779571P105	X				8/10/2015	4/20/2016	501	504		0	0	3
23 T ROWE PRICE SHORT TERM	779571P105	X				7/13/2011	8/24/2016	683	548		0	0	135
24 ARTISAN INTERNATIONAL F	04314H402	X				1/19/2017	1/27/2017	82	80		0	0	2
25 ARTISAN INTERNATIONAL F	04314H402	X				7/15/2014	8/24/2016	133	157		0	0	24
26 ARTISAN MIDCAP FUND-INS	04314H400	X				2/14/2012	8/24/2016	153	263		0	0	110
27 CREDIT SUISSE COMM RET	22544R305	X				5/10/2012	8/24/2016	89	143		0	0	54
28 CREDIT SUISSE COMM RET	22544R305	X				5/10/2013	8/24/2016	137	214		0	0	77
29 CREDIT SUISSE COMM RET	22544R305	X				7/12/2013	8/24/2016	39	58		0	0	19
30 CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	8/24/2016	112	164		0	0	52
31 CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	8/19/2017	154	216		0	0	62
32 CREDIT SUISSE COMM RET	22544R305	X				9/15/2014	8/19/2017	8	11		0	0	3
34 STERLING CAPITAL STRAT	65917K546	X				6/18/2014	1/27/2017	84	78		0	0	6
35 T ROWE PRICE SHORT TERM	779571P105	X				11/13/2015	4/20/2016	85	95		0	0	0
36 T ROWE PRICE INST FLOAT	779588402	X				1/23/2014	4/20/2016	131	134		0	0	3
37 T ROWE PRICE INST FLOAT	779588402	X				4/24/2014	1/19/2017	263	267		0	0	4
38 T ROWE PRICE INST FLOAT	779588402	X				12/17/2010	8/24/2016	619	344		0	0	275
39 VANGUARD RETI VIPER	922808553	X				12/17/2010	8/24/2016	684	383		0	0	291
40 VANGUARD RETI VIPER	922808553	X				4/22/2016	1/19/2017	41	40		0	0	1
41 T ROWE PRICE INST FLOAT	779588402	X				7/19/2017	1/27/2017	56	57		0	0	1
42 T ROWE PRICE REAL ESTATE	779519109	X				7/13/2011	8/24/2016	85	80		0	0	5
43 SPDR DJ WILSHIRE INTERN	784633863	X				5/23/2011	8/24/2016	86	80		0	0	6
44 SPDR DJ WILSHIRE INTERN	784633863	X				7/13/2011	8/24/2016	128	119		0	0	9
45 SPDR DJ WILSHIRE INTERN	784633863	X				5/23/2011	8/24/2016	246	238		0	0	8
47 SPDR DJ WILSHIRE INTERN	784633863	X				5/23/2011	1/27/2017	37	40		0	0	3
48 STERLING CAPITAL STRAT	85917K546	X				5/11/2015	8/24/2016	219	228		0	0	9
49 AQR MANAGED FUTURES SI	002031859	X				8/18/2014	1/27/2017	47	51		0	0	0
50 STERLING CAPITAL STRAT	85917K546	X				5/11/2016	8/24/2016	355	385		0	0	30
51 STERLING CAPITAL STRAT	85917K546	X				6/18/2014	1/19/2017	82	78		0	0	4
52 INV BALANCE RISK COMM ST	00888BY508	X				8/26/2016	1/19/2017	492	489		0	0	3
53 AMER CENT SMALL CAP GR	025083320	X				7/23/2015	1/19/2017	73	76		0	0	114
54 AMER CENT SMALL CAP GR	025083320	X				5/11/2015	1/27/2017	60	61		0	0	3
55 ARTISAN INTERNATIONAL F	04314H402	X				5/11/2016	8/24/2016	88	89		0	0	3
56 ARTISAN INTERNATIONAL F	04314H402	X				5/11/2016	5/11/2016	55	52		0	0	3
58 ARTISAN INTERNATIONAL F	04314H402	X				7/13/2011	5/11/2016	112	91		0	0	21
59 CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	1/19/2017	215	246		0	0	31
60 CREDIT SUISSE COMM RET	22544R305	X				1/13/2016	1/19/2017	95	88		0	0	7
61 CREDIT SUISSE COMM RET	22544R305	X				1/22/2016	1/19/2017	30	25		0	0	5
62 DODGE & COX INTL STOCK	256206103	X				6/18/2014	1/19/2017	111	115		0	0	0
63 DODGE & COX INTL STOCK	256206103	X				11/13/2015	5/11/2016	40	44		0	0	4
64 DODGE & COX INTL STOCK	256206103	X				11/13/2015	5/11/2016	100	103		0	0	3
65 DODGE & COX INTL STOCK	256206103	X				7/13/2011	8/24/2016	879	824		0	0	55
66 DODGE & COX INTL STOCK	256206103	X				7/13/2011	1/19/2017	79	72		0	0	5
67 DODGE & COX INTL STOCK	256206103	X				7/13/2011	1/27/2017	23	20		0	0	3
68 DODGE & COX INTL STOCK	256206103	X				1/22/2016	1/27/2017	17	14		0	0	4
69 DODGE & COX INCOME FD	256210105	X				4/24/2014	4/20/2016	27	21		0	0	1
70 DODGE & COX INCOME FD	256210105	X				4/24/2014	8/24/2016	544	531		0	0	13
71 DODGE & COX INCOME FD	256210105	X				8/24/2016	8/24/2016	28	28		0	0	0

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

	Amount	Long Term CG Distributions	Short Term CG Distributions	Capital Gains/Losses Other Sales	Totals	Gross Sales	Cost or Other Basis Expenses, Depreciation, and Adjustments	Net Gain or Loss
	866	0				17,753	17,037	716
						0	0	0
						Expense of Sale and Cost of Improvements	Depreciation	Adjustments
								Net Gain or Loss
73 DODGE & COX INCOME FD C	286210105	X		10/17/2013	8/24/2016	86		
74 DODGE & COX INCOME FD C	286210105	X		10/5/2016	1/27/2017	41		1
75 FID ADV EMER MKTS INC CL	315920702	X		8/26/2016	1/27/2017	41		1
76 JP MORGAN MID CAP VALUE	339128100	X		7/23/2015	4/20/2016	107		0
77 JP MORGAN MID CAP VALUE	339128100	X		7/23/2015	4/20/2016	39		0
78 JP MORGAN MID CAP VALUE	339128100	X		6/18/2014	8/24/2016	73		0
79 JP MORGAN MID CAP VALUE	339128100	X		6/18/2014	1/27/2017	37		0
80 ARTISAN MID CAP FUND-INS	043416000	X		7/23/2015	10/27/2015	41		0
81 BLACKROCK GL US CREDIT	091936732	X		7/23/2015	1/27/2017	61		11
82 HARBOR CAPITAL APRCTN	411511504	X		7/23/2015	4/20/2016	409		0
83 HARBOR CAPITAL APRCTN	411511504	X		7/23/2015	1/19/2017	235		-32
84 HARBOR CAPITAL APRCTN	411511504	X		7/23/2015	1/27/2017	124		-14
85 HARBOR CAPITAL APRCTN	411511504	X		8/28/2015	1/27/2017	115		-5
86 JPMORGAN HIGH YIELD FUN	4812C0803	X		1/23/2014	1/19/2017	120		0

Part I, Line 16a (990-PF) - Legal Fees

		22	0	0	22
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	22			22

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	0
1	FOREIGN TAXES WITHHELD	8	8	8		

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

Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1 DODGE & COX INCOME FD COM 147		0	2,199	2,274
2 HARBOR CAPITAL APRCTN-INST 2012		0	3,973	5,199
3 ARTISAN INTERNATIONAL FD 1 662		0	1,417	1,677
4 MERGER FUND-INST #301		0	858	859
5 ARTISAN MID CAP FUND-INSTL 1333		0	2,144	2,164
6 MET WEST TOTAL RETURN BOND CL 1 51		0	3,996	3,892
7 DODGE & COX INT'L STOCK FD 1048		0	2,826	2,882
8 PID ADV EMER MKTS INC- CL 1607		0	0	0
9 T ROWE PRICE REAL ESTATE FD 122		0	2,607	2,621
10 EATON VANCE GLOBAL MACRO -1		0	1,472	1,457
11 DODGE & COX INT'L STOCK FD 1048		0	1,077	1,671
12 AMER CENT SMALL CAP GRWTH INST 331		0	1,396	1,434
13 MFS VALUE FUND-CLASS I 893		0	4,041	5,225
14 J.P. MORGAN MID CAP VALUE-1758		0	1,510	2,136
15 STERLING CAPITAL STRATTON SMALL C		0	1,302	1,409
16 ASG GLOBAL ALTERNATIVES-Y 1993		0	902	835
17 VANGUARD REIT VIPER		0	393	659
18 AQR MANAGED FUTURES STR-1		0	1,536	1,425
19 VANGUARD INFLAT-PROT SEC'S-ADM 511		0	340	336
20 JPMORGAN HIGH YIELD FUND SS 3580		0	677	695
21 T ROWE PRICE INST FLOAT RATE 170		0	276	281
22 OPPENHEIMER DEVELOPING MKT-I 799		0	2,735	2,848
23 BLACKROCK GL/S CREDIT-INS #1833		0	1,689	1,684
24 SPDR DJ WILSHIRE INTERNATIONAL REA		0	1,513	1,476
25 ROBECO BP LNG/SHRT RES-INS		0	319	376
26 NEUBERGER BERMAN LONG SH-INS #183		0	817	833

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	16
2	Total	2	16

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	22
2	COST BASIS ADJUSTMENT	2	31
3	MUTUAL FUND TIMING DIFFERENCE	3	8
4	Total	4	61

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

	Long Term CG Distributions	Short Term CG Distributions	Amount	866	0	0	-150
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Date	Gross Sales Price	Excess of FMV Over Adjusted Basis
1 MFS VALUE FUND-CLASS #	552983694	7/23/2015	1/19/2017	229	225	0	0
2 MFS VALUE FUND-CLASS #	552983694	8/26/2016	1/19/2017	281	277	4	-4
3 MFS VALUE FUND-CLASS #	552983694	8/26/2016	1/27/2017	13	12	0	0
4 MFS VALUE FUND-CLASS #	552983694	6/18/2014	1/27/2017	172	163	9	0
5 MFS WEST TOTAL RETURN	592905509	1/22/2015	8/24/2016	474	473	1	1
6 MFS WEST TOTAL RETURN	592905509	10/5/2016	1/27/2017	53	55	0	0
7 ASG GLOBAL ALTERNATIVES	638721785	7/12/2013	8/24/2016	401	472	-71	-71
8 JPMORGAN HIGH YIELD FUN	4812C0803	12/19/2014	1/19/2017	919	940	-21	-21
9 ASG GLOBAL ALTERNATIVES	638721785	7/12/2013	1/27/2017	62	69	-7	-7
10 JPMORGAN HIGH YIELD FUN	4812C0803	11/13/2015	1/19/2017	60	58	2	2
11 JPMORGAN HIGH YIELD FUN	4812C0803	4/22/2016	1/19/2017	298	285	13	13
12 MFS VALUE FUND-CLASS #	552983694	7/23/2015	4/20/2016	298	716	-23	-23
13 NEUBERGER BERMAN LONG	6412B86108	6/18/2014	8/24/2016	320	322	-2	-2
14 NEUBERGER BERMAN LONG	6412B86108	6/18/2014	1/27/2017	40	39	1	1
15 OPPENHEIMER DEVELOPING	683974604	1/23/2014	4/20/2016	252	289	-37	-37
16 OPPENHEIMER DEVELOPING	683974604	1/23/2014	8/24/2016	1,354	1,485	-31	-31
17 OPPENHEIMER DEVELOPING	683974604	2/11/2013	8/24/2016	299	25	0	0
18 OPPENHEIMER DEVELOPING	683974604	5/25/2011	8/24/2016	41	43	-2	-2
19 OPPENHEIMER DEVELOPING	683974604	5/25/2011	1/19/2017	66	70	-4	-4
20 OPPENHEIMER DEVELOPING	683974604	5/25/2011	1/27/2017	136	140	-4	-4
21 BOSTON PLANSHIRT RET	74925K581	7/12/2013	8/24/2016	152	133	19	19
22 TROWIE PRICE SHORT TERM	77957P105	1/23/2014	4/20/2016	33	33	0	0
23 TROWIE PRICE SHORT TERM	77957P105	6/10/2015	4/20/2016	501	504	-3	-3
24 ARTISAN INTERNATIONAL	04314H402	7/13/2011	8/24/2016	683	548	136	136
25 ARTISAN INTERNATIONAL	04314H402	11/19/2017	1/27/2017	82	80	2	2
26 ARTISAN MID CAP FUNDS	04314H600	7/25/2014	8/24/2016	133	157	-24	-24
27 CREDIT SUISSE COMM RET	22544R305	2/14/2012	8/24/2016	153	263	-110	-110
28 CREDIT SUISSE COMM RET	22544R305	5/10/2012	8/24/2016	89	143	-54	-54
29 CREDIT SUISSE COMM RET	22544R305	5/9/2013	8/24/2016	137	214	-77	-77
30 CREDIT SUISSE COMM RET	22544R305	7/12/2013	8/24/2016	39	58	-19	-19
31 CREDIT SUISSE COMM RET	22544R305	1/23/2014	8/24/2016	112	164	-52	-52
32 CREDIT SUISSE COMM RET	22544R305	1/23/2014	1/19/2017	154	216	-62	-62
33 CREDIT SUISSE COMM RET	22544R305	9/5/2014	1/19/2017	8	11	-3	-3
34 STERLING CAPITAL STRAT	85917K546	6/18/2014	1/27/2017	84	78	6	6
35 TROWIE PRICE SHORT TERM	77957P105	1/13/2015	4/20/2016	85	85	0	0
36 TROWIE PRICE INST FLOT	77958B492	1/23/2014	1/19/2017	131	134	-3	-3
37 TROWIE PRICE INST FLOT	77958B492	4/24/2014	1/19/2017	263	267	-4	-4
38 TROWIE PRICE INST FLOT	77958B492	8/26/2016	1/19/2017	141	140	1	1
39 VANGUARD REIT VIPER	922908553	12/17/2010	8/24/2016	684	393	275	275
40 VANGUARD REIT VIPER	922908553	12/17/2010	10/3/2016	684	393	291	291
41 TROWIE PRICE INST FLOT	77958B492	4/22/2016	1/19/2017	41	40	1	1
42 TROWIE PRICE REAL ESTATE	779918109	7/19/2010	1/27/2017	56	57	-1	-1
43 SPDR DJ WILSHIRE INTERN	78463X863	7/13/2011	4/20/2016	85	80	5	5
44 SPDR DJ WILSHIRE INTERN	78463X863	7/13/2011	8/24/2016	86	80	6	6
45 SPDR DJ WILSHIRE INTERN	78463X863	5/23/2011	8/24/2016	128	119	9	9
46 SPDR DJ WILSHIRE INTERN	78463X863	5/23/2011	10/4/2016	246	238	8	8
47 SPDR DJ WILSHIRE INTERN	78463X863	5/23/2011	1/27/2017	37	40	0	0
48 STERLING CAPITAL STRAT	85917K546	8/26/2016	5/1/2016	219	228	-9	-9
49 FOR MANAGED FUTURES ST	85917K546	8/26/2016	1/27/2017	47	51	0	0
50 STERLING CAPITAL STRAT	85917K546	6/18/2014	5/1/2016	355	385	-30	-30
51 STERLING CAPITAL STRAT	85917K546	6/18/2014	1/19/2017	82	78	4	4
52 INBALANCE RISK COMM	008861508	8/26/2016	1/19/2017	482	489	3	3
53 AMER CENT SMALL CAP GR	025083320	7/23/2015	5/1/2016	482	576	-114	-114
54 AMER CENT SMALL CAP GR	025083320	7/23/2015	1/19/2017	73	76	-3	-3
55 AMER CENT SMALL CAP GR	025083320	7/23/2015	1/27/2017	60	61	-1	-1
56 ARTISAN INTERNATIONAL	04314H402	11/13/2015	5/1/2016	86	89	-3	-3
57 ARTISAN INTERNATIONAL	04314H402	11/13/2015	1/22/2016	55	52	3	3
58 ARTISAN INTERNATIONAL	04314H402	7/13/2016	5/1/2016	112	215	-21	-21
59 CREDIT SUISSE COMM RET	22544R305	1/22/2015	1/19/2017	95	98	7	7
60 CREDIT SUISSE COMM RET	22544R305	11/13/2015	1/19/2017	30	25	5	5
61 CREDIT SUISSE COMM RET	22544R305	11/13/2015	4/20/2016	111	115	-4	-4
62 DODGE & COX INTL STOCK	256206103	11/13/2015	5/1/2016	40	44	-4	-4
63 DODGE & COX INTL STOCK	256206103	11/13/2015	1/19/2017	100	103	-3	-3
64 DODGE & COX INTL STOCK	256206103	7/13/2011	8/24/2016	879	824	56	56
65 DODGE & COX INTL STOCK	256206103	7/13/2011	1/19/2017	79	72	7	7
66 DODGE & COX INTL STOCK	256206103	7/13/2011	1/27/2017	23	20	3	3
67 DODGE & COX INTL STOCK	256206103	12/22/2016	1/27/2017	17	14	-3	-3
68 DODGE & COX INTL STOCK	256206103	4/24/2014	4/20/2016	0	28	-1	-1
69 DODGE & COX INCOME FD C	256210105						

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

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

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

	Date	Amount
1 Credit from prior year return	1	16
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	16

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	1,622
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	1,622

Supplemental Information:

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

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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.