Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning 02/01 , 2016, and ending 01/31, 2017

Name of foundation: JELM, CHARLES FDN AGENCY-MAIN

A Employer identification number: 65-0122428

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

Room/suite:

B Telephone number (see instructions): 407-649-5368

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

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 8,485,068.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ▶ [X] if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	166,587.	162,486.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	68,156.			
b	Gross sales price for all assets on line 6a 3,447,519.				
7	Capital gain net income (from Part IV, line 2)		68,156.		
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)	3,128.	71,931.		STMT 8
12	**Total.** Add lines 1 through 11	237,871.	302,573.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	190,000.	57,000.		133,000.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 9	28,410.	NONE	NONE	28,410.
b	Accounting fees (attach schedule) STMT 10	1,000.	NONE	NONE	1,000.
c	Other professional fees (attach schedule) STMT 11	61,178.	61,178.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 12	5,487.	4,125.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	6,233.	NONE	NONE	6,233.
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 13	13,120.	285,369.		2,121.
24	**Total operating and administrative expenses.** Add lines 13 through 23	305,428.	407,672.	NONE	170,764.
25	Contributions, gifts, grants paid	345,220.			345,220.
26	**Total expenses and disbursements.** Add lines 24 and 25	650,648.	407,672.	NONE	515,984.
27	Subtract line 26 from line 12.				
a	**Excess of revenue over expenses and disbursements**	-412,777.			
b	**Net investment income** (if negative, enter -0-)		-0-		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing	332.		
	2	Savings and temporary cash investments	702,866.	327,038.	327,038.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule) STMT 14	479,833.	686,598.	664,796.
	b	Investments - corporate stock (attach schedule) STMT 15	4,727,791.	4,820,957.	5,986,535.
	c	Investments - corporate bonds (attach schedule) STMT 23	1,229,811.	1,466,237.	1,481,699.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ STMT 25)	625,000.	25,000.	25,000.
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	7,765,633.	7,325,830.	8,485,068.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	7,765,633.	7,325,830.	
	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)	7,765,633.	7,325,830.	
	31	Total liabilities and net assets/fund balances (see instructions)	7,765,633.	7,325,830.	

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	7,765,633.
2	Enter amount from Part I, line 27a	2	-412,777.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 26	3	6,891.
4	Add lines 1, 2, and 3	4	7,359,747.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 27	5	33,917.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,325,830.

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)
1 a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,447,512.		3,379,356.	68,156.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				68,156.
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	68,156.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	471,857.	8,319,584.	0.056716
2014	393,943.	9,484,626.	0.041535
2013	358,141.	9,011,773.	0.039741
2012	295,077.	6,848,485.	0.043086
2011	231,358.	5,178,849.	0.044674

2	**Total** of line 1, column (d)	2	0.225752
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	0.045150
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	7,821,664.
5	Multiply line 4 by line 3	5	353,148.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	353,148.
8	Enter qualifying distributions from Part XII, line 4	8	515,984.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	NONE
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	NONE
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	NONE
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 2,282.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	2,282.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,282.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ NONE **Refunded** ▶	11	2,282.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK NA Telephone no ▶ (407)649-5368
Located at ▶ 800 N MAGNOLIA AVE 9TH FL, ORLANDO, FL ZIP+4 ▶ 32803-3252

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the *Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? STMT. 28	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 29		190,000.		

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

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

Total number of other employees paid over $50,000 ▶ NONE

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	7,505,565.
b	Average of monthly cash balances	1b	435,211.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	7,940,776.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	7,940,776.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	119,112.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,821,664.
6	**Minimum investment return.** Enter 5% of line 5	6	391,083.

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	391,083.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	NONE		
b	Income tax for 2016. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	NONE
3	Distributable amount before adjustments Subtract line 2c from line 1			3	391,083.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	391,083.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	391,083.

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	515,984.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	515,984.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	515,984.

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				391,083.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			402,217.	
b Total for prior years: 20 14 ,20 ____ ,20 ____		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . NONE				
b From 2012 . . . NONE				
c From 2013 . . . NONE				
d From 2014 . . . NONE				
e From 2015 . . . NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 515,984.				
a Applied to 2015, but not more than line 2a			402,217.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				113,767.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 (*If an amount appears in column (d), the same amount must be shown in column (a).*)	NONE			NONE
6 **Enter the net total of each column as indicated below.**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				277,316.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2012 . . . NONE				
b Excess from 2013 . . . NONE				
c Excess from 2014 . . . NONE				
d Excess from 2015 . . . NONE				
e Excess from 2016 . . . NONE				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 39				345,220.
Total ▶ 3a				345,220.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	166,587.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	68,156.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b UST REFUND			4	3,128.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				237,871.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 237,871.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Robert J. Cecek | 6-09-17 | Director

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
TAMMY RENAUD, AVP	[signature]	06/08/2017		P01043078

Firm's name ▶ WELLS FARGO BANK, N.A. — Firm's EIN ▶ 94-3080771

Firm's address ▶ 1525 W W.T. HARRIS BLVD. D1114-044 CHARLOTTE, NC 28262 — Phone no. 800-691-8916

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
	20.	20.
ABAXIS INC	75.	75.
ABBOTT LABS	129.	129.
ABERDEEN EMERG MARKETS-INST #5840	2,136.	2,136.
ACTELION LTD-UNSP ADR	94.	94.
INVESCO INTL GROWTH-Y #8516	3,077.	3,077.
AIR PRODS & CHEMS INC COM	79.	79.
AMERICAN EXPRESS CO	68.	68.
AMGEN INC 5.700% 2/01/19	1,108.	1,108.
ANHEUSER-BUSCH INBEV SPN ADR	548.	548.
APPLE INC 2.400% 5/03/23	720.	720.
APTARGROUP INC COM	55.	55.
ARCHER DANIELS MIDLAND CO	140.	140.
ARTISAN PARTNERS ASSET MANAGEM	436.	116.
ASHTEAD GROUP PLC-UNSPON ADR	50.	50.
ASSA ABLOY AB-UNSP ADR	158.	158.
ASSOC BRITISH FOODS-UNSP ADR	46.	46.
BANCA MEDIOLANUM SPA-ADR	87.	87.
BANK OF AMERICA CORP 5.625% 7/01/20	1,688.	1,688.
BARD C R INC	24.	24.
BAYER AG - ADR	244.	244.
BECTON DICKINSON & CO	17.	17.
BERKSHIRE HATHAWAY 2.200% 8/15/16	562.	562.
BHP BILLITON LIMITED - ADR	78.	78.
BRITISH AMERICAN TOBACCO P.L.C - ADR	147.	147.
BROOKFIELD ASSET MANAGE-CL A	414.	414.
BROWN & BROWN INC	39.	39.
BROWN FORMAN CORP CL B	6.	6.
CDK GLOBAL INC	15.	15.
CDW CORP/DE	102.	102.
CVS HEALTH CORPORATION	111.	111.
CANADIAN NATL RR CO COM	48.	48.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CAPGEMINI SA ADR	65.	65.
CHEVRON CORP 4.950% 3/03/19	1,287.	1,287.
CITIGROUP INC.	48.	48.
COMCAST CORP CLASS A	138.	138.
COMPAGNIE FINANCIERE - ADR	97.	97.
COMPASS GROUP PLC - ADR	62.	62.
COMPUTER PROGRAMS & SYSTEMS INC	150.	150.
CONOCOPHILLIPS 5.750% 2/01/19	1,974.	1,974.
CONTINENTAL AG-SPONS ADR	78.	78.
COTY INC	32.	32.
CREDIT SUISSE GROUP - ADR	122.	122.
CROWN CASTLE INTL CORP	28.	25.
DAIWA HOUSE IND LTD ADR	161.	161.
DANAHER CORP	39.	39.
DODGE & COX INT'L STOCK FD #1048	4,237.	4,237.
DODGE & COX STOCK FUND #145	8,273.	8,273.
DOLLAR GENERAL CORP	23.	23.
DONALDSON CO INC	77.	77.
DOW CHEMICAL CO/THE 4.125% 11/15/21	743.	743.
DU PONT E I DE NEMOURS & CO	36.	36.
ENI SPA - ADR	216.	216.
EOG RESOURCES, INC	60.	60.
ECOLAB INC	20.	20.
EQUINIX INC	68.	68.
EXPONENT INC	68.	68.
FACTSET RESH SYS INC COM	58.	58.
FANUC CORPORATION ADR	50.	50.
FASTENAL CO	37.	37.
FED NATL MTG ASSN 2.625% 9/06/24	1,575.	1,575.
FED HOME LN MTG CORP 3.750% 3/27/19	175.	175.
FED HOME LN MTG CORP 2.000% 8/25/16	800.	800.
FID ADV EMER MKTS INC- CL I #607	12,303.	12,303.
FIDELITY NATL INFORMATION SVCS INC	126.	126.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FNF GROUP	145.	145.
FOREST CITY REALTY TRUST-A	1.	1.
FRESENIUS SE & CO-SPN ADR	60.	60.
GEA GROUP AG ADR	63.	63.
GNMA POOL #615371 4.500% 7/15/33	225.	225.
GENERAL ELEC CAP COR 6.750% 3/15/32	3,375.	3,375.
GENERAL MILLS INC	152.	152.
GOLDMAN SACHS GROUP INC	125.	125.
GOLDMAN SACHS GROUP 5.950% 1/18/18	1,785.	1,785.
GRACO INC	95.	95.
HALLIBURTON COMPANY 3.250% 11/15/21	1,625.	1,625.
HARBOR CAPITAL APRCTION-INST #2012	289.	289.
HENRY JACK & ASSOC INC COM	65.	65.
HOME DEPOT INC 2.250% 9/10/18	1,125.	1,125.
HONEYWELL INTERNATIONAL INC	126.	126.
ILLINOIS TOOL WORKS INC	107.	107.
INFORMA PLC-SP ADR	232.	232.
INTERNATIONAL BUSINESS MACHS CORP	34.	34.
IBM CORP 1.950% 7/22/16	293.	293.
INTUIT COM	56.	56.
ISHARES SELECT DIVIDEND ETF	4,582.	4,582.
ISHARES CORE S&P MIDCAP ETF	873.	873.
ISHARES S&P MID-CAP 400 GROWTH	2,363.	2,363.
ISHARES RUSSELL 2000 ETF	133.	133.
ISHARES S&P MID-CAP 400 VALUE	2,973.	2,973.
ISHARES CORE S&P SMALL-CAP E	919.	919.
JPMORGAN CHASE & CO	416.	416.
JPMORGAN CHASE & CO 4.250% 10/15/20	825.	825.
JAPAN TOBACCO INC-UNSPON ADR	162.	162.
JOHNSON & JOHNSON	278.	278.
JOHNSON CONTROLS INC	67.	67.
JPMORGAN HIGH YIELD FUND SS #3580	302.	302.
KAR AUCTION SERVICES INC	109.	109.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KBC GROEP NV-UNSP ADR	71.	71.
KDDI CORP-UNSPONSORED ADR	131.	131.
KOMATSU LIMITED - ADR	56.	56.
LANDSTAR SYS INC COM	30.	30.
LENNAR CORPORATION CLASS A COMMON	5.	5.
LEUCADIA NATL CORP COM	30.	30.
LLOYDS BANKING GROUP PLC - ADR	257.	257.
LOEWS CORP	28.	28.
M & T BANK CORPORATION COM	71.	71.
MSCI INC	25.	25.
MACQUARIE INFRASTRUCTURE CORPORATION	236.	76.
MAKITA CORPORATION - ADR	22.	22.
MARKETAXESS HLDGS INC	52.	52.
MARTIN MARIETTA MATLS INC COM	21.	21.
MCKESSON CORP	16.	16.
MEAD JOHNSON NUTRITION CO	40.	40.
MERCK & CO INC NEW	232.	232.
METLIFE INC	217.	217.
METLIFE INC 3.600% 4/10/24	518.	518.
MICROSOFT CORP 4.200% 6/01/19	2,100.	2,100.
MICROCHIP TECHNOLOGY INC COM	101.	
MONSANTO CO NEW	26.	26.
MOODYS CORP	115.	115.
MORGN STANLY INSTL FD INTL EQ #8063	2,231.	2,231.
MOTOROLA SOLUTIONS, INC.	75.	75.
NASDAQ, INC	104.	104.
NESTLE S.A. REGISTERED SHARES - ADR	230.	230.
NORTHROP GRUMMAN CORP	146.	146.
NOVARTIS CAPITAL COR 3.400% 5/06/24	1,190.	1,190.
NOVO NORDISK A/S - ADR	66.	66.
OCCIDENTAL PETE CORP	216.	216.
ORACLE CORP 2.500% 10/15/22	750.	750.
OPPENHEIMER DEVELOPING MKT-I #799	1,320.	1,320.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PIMCO HIGH YIELD FD-INST #108	9,952.	9,861.
PNC FINANCIAL SERVICES GROUP	113.	113.
PPG INDUSTRIES INC	143.	143.
PEPSICO INC 2.500% 5/10/16	375.	375.
PFIZER INC	241.	241.
PHILIP MORRIS INTERNATIONAL IN	579.	579.
POLARIS INDS INC COM	61.	61.
POOL CORPORATION	60.	60.
PRICESMART INC	29.	23.
PRIMERICA INC	108.	108.
PROCTER & GAMBLE CO/ 2.300% 2/06/22	637.	637.
PRUDENTIAL FINL INC	34.	34.
PRUDENTIAL PLC - ADR	119.	119.
RLI CORP COM	189.	189.
RED ELECTRICA COR-UNSPON ADR	262.	262.
RELX PLC ADR	179.	179.
RESTAURANT BRANDS INTERN	84.	84.
REXAM PLC-SPONSORED ADR	124.	124.
ROBERT HALF INTL INC	16.	16.
ROPER TECHNOLOGIES INC	56.	56.
ROSS STORES INC	58.	58.
T ROWE PRICE BLUE CHIP GRWTH #93	517.	517.
T ROWE PRICE NEW ASIA FD #39	1,307.	1,307.
ROYAL DUTCH SHELL PLC ADR	468.	468.
KONINKLIJKE KPN N.V. - ADR	467.	467.
RYOHIN KEIKAKU CO-UNSP ADR	38.	38.
S&P GLOBAL INC	81.	81.
SPDR DJ WILSHIRE INTERNATIONAL REAL	14,807.	14,807.
SAMPO OYJ-A SHS-UNSP ADR	370.	370.
SCHLUMBERGER LTD	167.	167.
SEVEN & I HOLDINGS CO., LTD ADR	72.	72.
SHERWIN WILLIAMS CO	9.	9.
SHIRE PLC ADR	7.	7.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JM SMUCKER CO	91.	91.
SOFTBANK GROUP CORP-UNSPON ADR	22.	22.
SONY CORPORATION - ADR	18.	18.
SUMITOMO TRUST AND BANKING ADR	168.	168.
SWEDBANK AB ADR	374.	374.
TJX COMPANIES INC	12.	12.
TARGET CORP	125.	125.
TELENOR ASA - ADR	289.	289.
TEMPLETON EMER MKT S/C-ADV #626	1,011.	1,011.
TEVA PHARMACEUTICAL INDUSTRIES - ADR	166.	166.
TEVA PHARMACEUT FIN 2.400% 11/10/16	600.	600.
TEXAS INSTRUMENTS INC	224.	224.
THERMO FISHER SCIENTIFIC INC	21.	21.
3M CO	133.	133.
TIME WARNER INC	57.	57.
TORO CO	74.	74.
TRANSDIGM GROUP INC	1,056.	887.
TRAVELERS COMPANIES, INC	151.	151.
TWEEDY BROWNE FD GLOBAL VALUE #1	3,501.	3,501.
ETRACS ALERIAN MLP UBS AG LDN BR ETN	606.	606.
US BANCORP	210.	210.
UNILEVER PLC - ADR	208.	208.
UNION PACIFIC CORP	108.	108.
US TREASURY NOTE 2.125% 9/30/21	426.	426.
US TREASURY NOTE 3.500% 2/15/18	1,750.	1,750.
US TREASURY NOTE 2.750% 11/30/16	1,984.	1,984.
US TREASURY NOTE 2.625% 8/15/20	1,969.	1,969.
US TREASURY NOTE 2.250% 11/30/17	1,688.	1,688.
US TREASURY NOTE 3.125% 5/15/21	1,563.	1,563.
US TREASURY NOTE 2.500% 5/15/24	375.	375.
UNITED TECHNOLOGIES CORP	174.	174.
UNITED TECHNOLOGIES 1.800% 6/01/17	405.	405.
UNITED TECHNOLOGIES 3.100% 6/01/22	153.	153.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VALEO - ADR	154.	154.
VANGUARD FTSE DEVELOPED ETF	827.	827.
VANGUARD HIGH YIELD CORP-ADM #529	10,225.	10,225.
VANGUARD DVLP MKTS INDX FD INV #1397	1,012.	1,012.
VANGUARD REIT VIPER	10,120.	6,978.
VERIZON COMMUNICATIONS	268.	268.
VERIZON COMMUNICATIO 5.150% 9/15/23	436.	436.
VINCI SA ADR	193.	193.
VIVENDI SA-UNSPON ADR	150.	150.
WAL-MART STORES INC 3.625% 7/08/20	1,088.	1,088.
WELLPOINT INC 4.350% 8/15/20	522.	522.
WELLS FARGO DIS US CR-IS #4102	6,185.	6,185.
WF ULTR SHORT-TRMINCOME-I#3104	215.	215.
WOLSELEY PLC ADR	126.	126.
WOLTERS KLUWER NV - ADR	164.	164.
WORLDPAY GROUP PLC-UNSP ADR	8.	8.
XCEL ENERGY INC	118.	118.
ZOETIS INC	67.	67.
AON PLC	231.	231.
ACCENTURE PLC	296.	296.
DELPHI AUTOMOTIVE PLC	54.	54.
EATON CORP PLC	109.	
JOHNSON CONTROLS INTERNATION	1,070.	1,070.
MEDTRONIC PLC	149.	149.
SIGNET JEWELERS LIMITED	37.	37.
WILLIS TOWERS WATSON PUB LTDCO	45.	45.
CHUBB LTD	147.	147.
CORE LABORATORIES N V COM	114.	114.
WF GOVERNMENT MM FD-SVC #743	19.	19.
WF GOVT MM FD-INSTL #1751	542.	542.
TOTAL	166,587.	162,486.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UST REFUND	3,128.	
FORGE PROPERTIES NET INCOME		263,929.
OTIS ASSOCIATES LP NET INC/EXP		-191,998.
TOTALS	3,128.	71,931.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
RANALLO & AVENI LLC	28,410.			28,410.
TOTALS	28,410.	NONE	NONE	28,410.

FORM 990PF, PART I - ACCOUNTING FEES

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

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN & MANAGEMENT FEES (A	56,817.	56,817.
INVESTMENT MGMT FEES-SUBJECT T	4,361.	4,361.
TOTALS	61,178.	61,178.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,571.	1,571.
FEDERAL ESTIMATES - PRINCIPAL	1,362.	
FOREIGN TAXES ON QUALIFIED FOR	1,955.	1,955.
FOREIGN TAXES ON NONQUALIFIED	599.	599.
TOTALS	5,487.	4,125.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
DENNIS AGENCY	2,060.		2,060.
FORGE PROPERTIES NET EXPENSE		274,370.	
ADR FEES	407.	407.	
ANNUAL CORP REG FEE	61.		61.
FORGE PROPERTIES R/E TAX	10,592.	10,592.	
TOTALS	13,120.	285,369.	2,121.

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
36290RT45 GNMA POOL #615371	7,453.	6,406.	4,910.
3137EACW7 FED HOME LN MTG CORP	42,156.		
912828HR4 US TREASURY NOTE	56,447.	66,722.	61,589.
912828MA5 US TREASURY NOTE	80,851.		
912828NT3 US TREASURY NOTE	81,478.	81,478.	77,564.
912828PK0 US TREASURY NOTE	80,080.	80,080.	75,873.
912828QN3 US TREASURY NOTE	55,316.	55,316.	52,690.
3135G0ZR7 FED NATL MTG ASSN	60,611.	75,808.	75,778.
912828WJ5 US TREASURY NOTE	15,441.	77,259.	76,140.
3137EACA5 FED HOME LN MTG CORP		79,965.	78,824.
912828F21 US TREASURY NOTE		77,884.	75,776.
912828KQ2 US TREASURY NOTE		52,209.	52,018.
912828U24 US TREASURY NOTE		33,471.	33,634.
TOTALS	479,833.	686,598.	664,796.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
003021714 ABERDEEN EMERG MARKE	110,000.	152,266.	154,987.
008882532 INVESCO INTL GROWTH-	150,460.	150,460.	186,162.
256206103 DODGE & COX INT'L ST	219,052.	136,374.	187,284.
256219106 DODGE & COX STOCK FU	303,545.	242,179.	414,178.
411511504 HARBOR CAPITAL APRCT	200,000.	200,000.	280,664.
464287168 ISHARES SELECT DIVID	99,566.	99,566.	152,592.
464287234 ISHARES MSCI EMERGIN	199,159.		
464287507 ISHARES CORE S&P MID	167,189.		
464287606 ISHARES S&P MID-CAP	154,882.	154,882.	209,470.
464287705 ISHARES S&P MID-CAP	122,104.	122,104.	180,467.
464287804 ISHARES CORE S&P SMA	37,257.	37,257.	75,196.
77954Q106 T ROWE PRICE BLUE CH	420,648.	358,103.	787,634.
780905451 ROYCE PREMIER FUND W	56,630.		
87234N385 TCW RELAT VAL LGE CA	218,767.		
901165100 TWEEDY BROWNE FD GLO	230,366.	179,637.	183,769.
949921571 WF SMALL COMPANY GRO	100,000.		
61744J408 MORGN STANLY INSTL F	250,000.		
77956H500 T ROWE PRICE NEW ASI	100,000.	100,000.	95,047.
94975P728 WELLS FARGO DIS US C	409,201.	415,381.	456,141.
683974604 OPPENHEIMER DEVELOPI	78,271.	148,212.	155,273.
92206J107 VANGUARD DVLP MKTS I	250,000.		
04314H758 ARTISAN SMALL CAP FU	100,000.	71,019.	97,659.
22544R305 CREDIT SUISSE COMM R	100,000.	90,323.	89,518.
464287655 ISHARES RUSSELL 2000	50,004.		
78463X863 SPDR DJ WILSHIRE INT	151,175.	196,289.	173,108.
88019R690 TEMPLETON EMER MKT S	50,000.	50,000.	47,252.
90267B682 ETRACS ALERIAN MLP U	50,418.		
921943858 VANGUARD FTSE DEVELO	200,313.		
922908553 VANGUARD REIT VIPER	148,784.	352,691.	360,533.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
002567105 ABAXIS INC		8,941.	10,038.
002824100 ABBOTT LABS		6,996.	6,892.
00507G102 ACTELION LTD-UNSP AD		3,577.	6,341.
009158106 AIR PRODS & CHEMS IN		7,827.	8,246.
025816109 AMERICAN EXPRESS CO		2,852.	3,590.
03524A108 ANHEUSER-BUSCH INBEV		15,922.	13,241.
038336103 APTARGROUP INC COM		4,733.	4,378.
039483102 ARCHER DANIELS MIDLA		5,637.	6,905.
04316A108 ARTISAN PARTNERS ASS		7,451.	7,006.
045055100 ASHTEAD GROUP PLC-UN		2,558.	4,148.
045327103 ASPEN TECHNOLOGY INC		6,817.	9,985.
045387107 ASSA ABLOY AB-UNSP A		9,389.	9,043.
045519402 ASSOC BRITISH FOODS-		4,834.	3,047.
052769106 AUTODESK INC		6,099.	8,785.
05278C107 AUTOHOME INC-ADR		12,621.	14,220.
053332102 AUTOZONE INC		6,428.	5,800.
05970D106 BANCA MEDIOLANUM SPA		4,231.	3,900.
067383109 BARD C R INC		6,308.	7,357.
088606108 BHP BILLITON LIMITED		7,323.	11,520.
110448107 BRITISH AMERICAN TOB		13,532.	14,291.
112585104 BROOKFIELD ASSET MAN		18,330.	18,500.
115236101 BROWN & BROWN INC		3,028.	3,581.
115637209 BROWN FORMAN CORP CL		1,446.	1,414.
12504L109 CBRE GROUP INC		5,983.	6,285.
12508E101 CDK GLOBAL INC		2,327.	2,877.
12514G108 CDW CORP/DE		11,284.	13,959.
125509109 CIGNA CORP		5,073.	5,264.
126650100 CVS HEALTH CORPORATI		10,874.	8,748.
136375102 CANADIAN NATL RR CO		5,923.	6,535.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
139098107 CAPGEMINI SA ADR		5,491.	4,742.
142795202 CARLSBERG AS-B-SPON		7,410.	7,045.
143130102 CARMAX INC		9,586.	12,675.
163086101 CHEFS' WAREHOUSE HOL		2,714.	2,238.
172967424 CITIGROUP INC.		6,893.	8,877.
194014106 COLFAX CORPORATION		6,131.	8,385.
20030N101 COMCAST CORP CLASS A		10,264.	12,595.
204319107 COMPAGNIE FINANCIERE		3,603.	4,289.
20449X302 COMPASS GROUP PLC -		7,988.	8,073.
210771200 CONTINENTAL AG-SPONS		5,384.	4,944.
217204106 COPART INC COM		12,296.	16,795.
222070203 COTY INC		5,861.	4,896.
234062206 DAIWA HOUSE IND LTD		11,858.	11,544.
235851102 DANAHER CORP		6,230.	7,301.
23918K108 DAVITA INC		5,513.	4,781.
256677105 DOLLAR GENERAL CORP		2,687.	2,288.
256746108 DOLLAR TREE INC		8,857.	8,259.
257651109 DONALDSON CO INC		4,724.	6,211.
262037104 DRIL-QUIP INC COM		8,627.	8,832.
263534109 DU PONT E I DE NEMOU		3,261.	3,624.
26875P101 EOG RESOURCES, INC		6,279.	9,041.
278768106 ECHOSTAR CORPORATION		795.	917.
278865100 ECOLAB INC		2,111.	2,282.
294429105 EQUIFAX INC		1,896.	1,876.
29444U700 EQUINIX INC		4,312.	5,005.
30214U102 EXPONENT INC		4,932.	5,573.
303075105 FACTSET RESH SYS INC		8,730.	9,691.
307305102 FANUC CORPORATION AD		4,651.	6,012.
311900104 FASTENAL CO		2,222.	2,385.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
31620M106 FIDELITY NATL INFORM		12,469.	14,931.
31620R303 FNF GROUP		7,533.	7,885.
337738108 FISERV INC		5,063.	5,157.
345605109 FOREST CITY REALTY T		3,760.	4,075.
35138V102 FOX FACTORY HOLDING		6,210.	5,828.
35804M105 FRESENIUS SE & CO-SP		6,861.	7,529.
38141G104 GOLDMAN SACHS GROUP		10,122.	14,676.
384109104 GRACO INC		8,028.	8,601.
40418F108 HFF INC		6,105.	6,589.
426281101 HENRY JACK & ASSOC I		5,902.	6,195.
438516106 HONEYWELL INTERNATIO		7,625.	8,046.
44267D107 HOWARD HUGHES CORP/T		1,637.	1,706.
452308109 ILLINOIS TOOL WORKS		5,340.	6,614.
45672B305 INFORMA PLC-SP ADR		7,159.	5,885.
461202103 INTUIT COM		4,592.	5,218.
46432F842 ISHARES CORE MSCI EA		200,385.	202,356.
46434G103 ISHARES CORE MSCI EM		50,122.	51,347.
46625H100 JPMORGAN CHASE & CO		14,362.	20,480.
471105205 JAPAN TOBACCO INC-UN		6,470.	4,983.
478160104 JOHNSON & JOHNSON		12,577.	13,137.
48238T109 KAR AUCTION SERVICES		4,140.	4,919.
48241F104 KBC GROEP NV-UNSP AD		2,380.	2,964.
48667L106 KDDI CORP-UNSPONSORE		5,966.	5,872.
500458401 KOMATSU LIMITED - AD		3,593.	5,245.
526057104 LENNAR CORPORATION C		2,148.	2,009.
527288104 LEUCADIA NATL CORP C		2,308.	3,434.
530307107 LIBERTY BROADBAND CO		1,575.	2,259.
530307305 LIBERTY BROADBAND CO		4,990.	7,339.
53046P109 LIBERTY EXPEDIA HOLD		1,766.	2,201.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
53071M856 LIBERTY VENTURES		2,685.	3,317.
531229409 LIBERTY SIRIUSXM GRO		1,297.	1,558.
531229607 LIBERTY SIRIUSXM GRO		3,312.	3,948.
531229854 LIBERTY FORMULA ONE		828.	1,150.
531229870 LIBERTY FORMULA ONE		292.	377.
540424108 LOEWS CORP		5,352.	6,521.
55261F104 M & T BANK CORPORATI		3,815.	5,527.
55354G100 MSCI INC		1,034.	1,159.
55608B105 MACQUARIE INFRASTRUC		4,144.	4,724.
560877300 MAKITA CORPORATION -		8,533.	9,480.
570535104 MARKEL HOLDINGS		12,516.	12,950.
57060D108 MARKETAXESS HLDGS IN		6,689.	10,112.
573284106 MARTIN MARIETTA MATL		4,091.	5,510.
58155Q103 MCKESSON CORP		6,053.	4,453.
582839106 MEAD JOHNSON NUTRITI		1,955.	1,621.
58933Y105 MERCK & CO INC NEW		8,446.	9,608.
59156R108 METLIFE INC		7,924.	9,848.
595017104 MICROCHIP TECHNOLOGY		3,944.	5,523.
608190104 MOHAWK INDS INC COM		5,344.	6,044.
615369105 MOODYS CORP		10,640.	11,404.
620076307 MOTOROLA SOLUTIONS,		4,173.	4,439.
62944T105 NVR INC COM		7,028.	7,432.
631103108 NASDAQ, INC		7,076.	7,618.
641069406 NESTLE S.A. REGISTER		9,253.	9,299.
666807102 NORTHROP GRUMMAN COR		8,871.	10,080.
66987V109 NOVARTIS AG - ADR		10,352.	10,718.
67103H107 O'REILLY AUTOMOTIVE		9,604.	9,179.
674599105 OCCIDENTAL PETE CORP		6,506.	6,438.
679580100 OLD DOMINION FREIGHT		9,619.	12,094.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
693475105 PNC FINANCIAL SERVIC		7,813.	10,962.
693506107 PPG INDUSTRIES INC		13,401.	11,901.
717081103 PFIZER INC		7,559.	7,806.
718172109 PHILIP MORRIS INTERN		19,654.	19,034.
731068102 POLARIS INDS INC COM		6,634.	7,314.
73278L105 POOL CORPORATION		4,220.	5,067.
741511109 PRICESMART INC		6,973.	6,945.
74164M108 PRIMERICA INC		9,159.	15,316.
743315103 PROGRESSIVE CORP OHI		2,895.	3,145.
74435K204 PRUDENTIAL PLC - ADR		12,998.	13,809.
749607107 RLI CORP COM		4,578.	4,041.
75524B104 RBC BEARINGS INC		5,816.	7,318.
756568101 RED ELECTRICA COR-UN		6,340.	5,209.
759530108 RELX PLC ADR		7,334.	7,120.
76131D103 RESTAURANT BRANDS IN		7,723.	9,472.
770323103 ROBERT HALF INTL INC		1,196.	1,271.
776696106 ROPER TECHNOLOGIES I		8,232.	8,633.
778296103 ROSS STORES INC		8,193.	9,388.
780259206 ROYAL DUTCH SHELL PL		9,023.	10,117.
780641205 KONINKLIJKE KPN N.V.		4,551.	3,162.
783513203 RYANAIR HOLDINGS PLC		6,234.	6,024.
78392U105 RYOHIN KEIKAKU CO-UN		8,126.	7,301.
78409V104 S&P GLOBAL INC		7,385.	9,014.
78410G104 SBA COMMUNICATIONS C		13,139.	13,789.
79588J102 SAMPO OYJ-A SHS-UNSP		10,364.	10,473.
803054204 SAP SE ADR		11,544.	12,171.
806857108 SCHLUMBERGER LTD		8,033.	9,292.
81783H105 SEVEN & I HOLDINGS C		7,180.	6,840.
824348106 SHERWIN WILLIAMS CO		3,086.	3,342.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
82481R106 SHIRE PLC ADR		12,230.	11,747.
825690100 SHUTTERSTOCK INC		10,150.	14,687.
832696405 JM SMUCKER CO		7,726.	8,015.
83404D109 SOFTBANK GROUP CORP-		5,565.	8,778.
835699307 SONY CORPORATION - A		4,986.	6,054.
857477103 STATE STREET CORP		2,173.	2,134.
85771P102 STATOIL ASA ADR		4,711.	5,433.
86562M209 SUMITOMO TRUST AND B		7,484.	9,955.
867224107 SUNCOR ENERGY INC NE		6,204.	6,022.
870195104 SWEDBANK AB ADR		6,073.	7,166.
879360105 TELEDYNE TECHNOLOGIE		8,973.	12,533.
87944W105 TELENOR ASA - ADR		5,750.	5,690.
882508104 TEXAS INSTRUMENTS IN		10,154.	13,220.
883556102 THERMO FISHER SCIENT		6,779.	7,162.
88579Y101 3M CO		6,662.	6,993.
887317303 TIME WARNER INC		3,470.	4,552.
891092108 TORO CO		4,081.	5,539.
893641100 TRANSDIGM GROUP INC		10,959.	10,604.
89417E109 TRAVELERS COMPANIES,		8,816.	8,834.
902973304 US BANCORP		10,628.	13,584.
904767704 UNILEVER PLC - ADR		10,574.	9,784.
907818108 UNION PACIFIC CORP		5,887.	7,567.
913017109 UNITED TECHNOLOGIES		5,529.	6,032.
919134304 VALEO - ADR		9,168.	10,793.
92343E102 VERISIGN INC COM		7,018.	6,417.
92345Y106 VERISK ANALYTICS INC		6,463.	6,694.
927320101 VINCI SA ADR		8,682.	8,378.
92927K102 WABCO HOLDINGS INC		11,390.	11,557.
977868306 WOLSELEY PLC ADR		8,614.	9,235.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
977874205 WOLTERS KLUWER NV -		9,507.	9,279.
981560105 WORLDPAY GROUP PLC-U		5,946.	5,545.
98389B100 XCEL ENERGY INC		7,474.	7,479.
98978V103 ZOETIS INC		9,863.	12,087.
G02602103 AMDOCS LIMITED COM		1,914.	1,879.
G0408V102 AON PLC		28,043.	29,866.
G0450A105 ARCH CAPITAL GROUP L		3,443.	4,064.
G0750C108 AXALTA COATING SYSTE		1,700.	1,740.
G1151C101 ACCENTURE PLC		19,546.	19,130.
G27823106 DELPHI AUTOMOTIVE PL		6,454.	6,375.
G29183103 EATON CORP PLC		5,021.	5,662.
G47567105 IHS MARKIT LTD		3,063.	3,314.
G51502105 JOHNSON CONTROLS INT		9,960.	9,588.
G5480U104 LIBERTY GLOBAL PLC-A		2,963.	3,210.
G5480U120 LIBERTY GLOBAL PLC-S		4,548.	5,059.
G5960L103 MEDTRONIC PLC		12,251.	12,315.
G9618E107 WHITE MTNS INS GROUP		4,083.	4,549.
G96629103 WILLIS TOWERS WATSON		3,841.	4,004.
H1467J104 CHUBB LTD		8,541.	9,336.
N22717107 CORE LABORATORIES N		4,870.	5,024.
N7902X106 SENSATA TECHNOLOGIES		2,687.	2,978.
TOTALS	4,727,791.	4,820,957.	5,986,535.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
36962GXZ2 GENERAL ELEC CAP COR	49,728.	49,728.	66,959.
459200GX3 IBM CORP	31,202.		
713448BT4 PEPSICO INC	31,516.		
913017BU2 UNITED TECHNOLOGIES	31,102.		
949917744 WF ULTR SHORT-TRMINC	24,382.		
06051GEC9 BANK OF AMERICA CORP	35,401.	35,401.	32,965.
084670BB3 BERKSHIRE HATHAWAY	52,482.		
315920702 FID ADV EMER MKTS IN	150,000.	400,000.	403,300.
406216AZ4 HALLIBURTON COMPANY	52,723.	52,723.	51,118.
437076BB7 HOME DEPOT INC	50,821.	50,821.	50,614.
4812C0803 JPMORGAN HIGH YIELD	85,000.		
594918AC8 MICROSOFT CORP	55,480.	55,480.	53,080.
68389XAP0 ORACLE CORP	29,401.	29,401.	29,646.
693390841 PIMCO HIGH YIELD FD-	104,257.	204,257.	204,605.
88165FAC6 TEVA PHARMACEUT FIN	26,173.		
922031760 VANGUARD HIGH YIELD	95,869.	193,869.	202,771.
931142CU5 WAL-MART STORES INC	33,086.	33,086.	31,710.
031162AZ3 AMGEN INC	27,832.	27,832.	26,864.
037833AK6 APPLE INC	28,604.	28,604.	29,348.
166751AJ6 CHEVRON CORP	33,532.	33,532.	32,012.
20825CAR5 CONOCOPHILLIPS	44,996.	44,996.	43,103.
260543CF8 DOW CHEMICAL CO/THE	18,846.	18,846.	19,040.
38141GFG4 GOLDMAN SACHS GROUP	32,895.	32,895.	31,223.
59156RBH0 METLIFE INC	20,367.	20,367.	20,518.
66989HAG3 NOVARTIS CAPITAL COR	36,021.	36,021.	36,030.
742718DY2 PROCTER & GAMBLE CO/	35,336.	35,336.	35,170.
94973VAS6 WELLPOINT INC	12,759.	12,759.	12,714.
46625HHU7 JPMORGAN CHASE & CO		32,004.	31,826.
913017BV0 UNITED TECHNOLOGIES		21,561.	20,518.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
92343VBR4 VERIZON COMMUNICATIO			16,718.	16,565.
	TOTALS	1,229,811.	1,466,237.	1,481,699.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FORGE PROPERTIES LLC	600,000.		
BRIDGEVIEW PROJECTS NOTES	25,000.	25,000.	25,000.
TOTALS	625,000.	25,000.	25,000.

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

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	1,538.
SALES WITH LOSS POST NEXT T/Y EFFECT CUR	4,887.
ACCRUED INT	466.
TOTAL	6,891.

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

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	3,626.
ROUNDING	21.
RETURN OF CAPITAL	924.
COST ADJUSTEMENT	29,344.
WASH SALES	2.
TOTAL	33,917.

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

NAME:
Peninsula Valley Historic & Education Foundation
ADDRESS:
6138 Riverview Rd
Peninsula, OH 44264
GRANT DATE: 11/07/2016
GRANT AMOUNT .... 8,000.
GRANT PURPOSE:
2017 Educational Programming
AMOUNT EXPENDED BY GRANTEE .... 8,000.
DATES OF REPORTS BY GRANTEE:
6/7/2017

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

OFFICER NAME:
CAMILLA GLENN
ADDRESS:
612 W. Princeton Ave
Orlando, FL 32804
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 38,000.

OFFICER NAME:
CHERYL A JELM
ADDRESS:
2339 BIRCH STREET
DENVER, CO 80207
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 38,000.

OFFICER NAME:
CHARLES L JELM
ADDRESS:
2574 YELLOWCREEK ROAD
AKRON, OH 44333
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 38,000.

OFFICER NAME:
ROBERT CICEK
ADDRESS:
857 Hardwood Court
GATES MILLS, OH 44040-9609
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 38,000.

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

OFFICER NAME:
LISA PETROSKY
ADDRESS:
6377 Lakeview Dr
Ravenna, OH 44333
TITLE:
MEMBER, BOARD OF DIRECTORS
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 38,000.

TOTAL COMPENSATION: 190,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BLUE GRASS CHARITIES
ADDRESS:
340 LEGION DRIVE
LEXINGTON, KY 40504
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 18,000.

RECIPIENT NAME:
DELORES PROJECT
ADDRESS:
PO BOX 1406
DENVER, CO 80201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 13,000.

RECIPIENT NAME:
HONOR GOOD DEEDS
ADDRESS:
6780 RIDGECLIFF DR
SOLON, OH 44139
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ARTS COUNCIL OF PRESTON COUNTY
ADDRESS:
POB 198
KINGWOOD, WV 26537
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
CHEROKEE CREEK EDUCATIONAL PROGRAMS, INC
ADDRESS:
198 COOPER RD
WESTMINISTER, SC 29693
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 8,000.

RECIPIENT NAME:
PENINSULA FOUNDATION INC
ADDRESS:
6138 RIVERVIEW RD
PENINSULA, OH 44264
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 8,000.

RECIPIENT NAME:
HAVEN OF REST MINISTRIES
ADDRESS:
175 E. MARKET ST
AKRON, OH 44309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
THE CITY MISSION
ADDRESS:
5310 CARNEGIE AVE
CLEVELAND, OH 44103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 9,000.

RECIPIENT NAME:
GOODWILL INDUSTRIES
ADDRESS:
2295 EAST 55TH ST
CLEVELAND, OH 44103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
GREATER CLEVELAND FOODBANK
ADDRESS:
15500 SOUTH WATERLOO RD
CLEVELAND, OH 44110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
AKRON/CANTON REGIONAL FOODBANK
ADDRESS:
350 OPPORTUNITY PKWY
AKRON, OH 44307
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 13,000.

RECIPIENT NAME:
ADOPTION NETWORK GREATER CLEVELAND
ADDRESS:
4614 PROSPECT AVE
CLEVELAND, OH 44103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
THE GATHERING PLACE
ADDRESS:
23300 COMMERCE PARK
BEECHWOOD, OH 44122
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
HATIE LARLHAM CENTER
FOR CHILDREN WITH DISABILITES
ADDRESS:
9772 DIAGONAL RD.
MANTUA,, OH 44255
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
SHRINERS HOSPITAL FOR CHILDREN
ADDRESS:
POB 31356
Tampa, FL 33631
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
HERES HOPE HORSE FARM
ADDRESS:
2545 NORTHAMPTON RD
CUYAHOGA FALLS, OH 44233
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 13,000.

RECIPIENT NAME:
EMPOWERING EPILEPSY
ADDRESS:
32342 SPRINGSIDE LN
SOLON, OH 44139
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
COALITION FOR HOMELESS OF CENTRAL FL
ADDRESS:
639 W CENTRAL BLVD
ORLANDO, FL 32801
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FREEDOM RIDE
ADDRESS:
1905 LEE RD
ORLANDO, FL 32810
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 13,220.

RECIPIENT NAME:
ST JUDE CHILDREN'S
RESEARCH
ADDRESS:
501 ST. JUDE PLACE
MEMPHIS, TN 38105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 19,000.

RECIPIENT NAME:
THE GATHERING PLACE
ADDRESS:
1535 HIGH STREET
Denver, CO 80218
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
CHARG RESOURCE CENTER
A/K/A HEART OF BOARDWALK
ADDRESS:
709E 12TH AVE
DENVER, CO 80203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 22,000.

RECIPIENT NAME:
FORESIGHT SKI GUIDES
ADDRESS:
PO BOX 18944
DENVER, CO 80218
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
HABITIAT FOR HUMANITY
ADDRESS:
3245 ELIOT ST
DENVER, CO 80211
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 8,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CANINE CHAMPIONS FOR INDEPENDENCE
ADDRESS:
2965 DUTTON AVE
Sanra Rosa, CA 95402
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

TOTAL GRANTS PAID: 345,220.

Charles R. Jelm Charitable Foundation **EIN: 65-0122428**

Attachment to Form 990-PF
Part VII-A, Question 5(c), page 5

Expenditure Responsibility Statement
for the year ending 1/31/2017

Pursuant to Treasury Regulation § 53.4945-5(d)(2), the Foundation provides the following information:

(i) The name and address of the grantee:
Peninsula Valley Historic & Education Foundation, Inc. dba Peninsula Foundation
6138 Riverview Road
Peninsula, OH 44264

(ii) The date(s) and amount(s) of the grant(s):
11/7/2016 $8,000

(iii) The specific purpose(s) of the grant(s):
Educational Programming

(iv) The amounts expended by the grantee (based upon the most recent report received from the grantee):
$8,000

(v) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the Foundation as grantor):
To the Foundation's knowledge, no funds have been diverted to any activity other than the activity for which the grant was originally made

(vi) The dates of report(s) received from the grantee:
6/7/2017

(vii) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under Treasury Regulation § 53.4945-5(c)(1) by the Foundation as the grantor or by others at the direction of the Foundation:

The Foundation has no reason to doubt the accuracy or reliability of information supplied by the grantee, therefore, the Foundation did not undertake or direct independent verification.