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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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 03-01-2016 , and ending 02-28-2017

Name of foundation
UW H P FARRINGTON - HPF FDN RSDY

A Employer identification number
13-6172804

Number and street (or P O box number if mail is not delivered to street address) P O BOX 1802 | Room/suite

B Telephone number (see instructions)
(888) 866-3275

City or town, state or province, country, and ZIP or foreign postal code
PROVIDENCE, RI 029011802

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 28,532,238

J Accounting method ☐ 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 ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	525,059	525,059		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-1,025,798			
	b	Gross sales price for all assets on line 6a 9,603,746				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	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)	19,240			
	12	**Total.** Add lines 1 through 11	-481,499	525,059		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	48,540	29,124		19,416
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	2,000			0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	226	226		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	50,766	29,350	0	19,416
	25	Contributions, gifts, grants paid	1,254,606			1,254,606
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,305,372	29,350	0	1,274,022
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,786,871			
	b	**Net investment income** (if negative, enter -0-)		495,709		
	c	**Adjusted net income**(if negative, enter -0-)			0	

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	148,839	546,160	546,160
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	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 ▶ 0			
	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)	18,730,940	13,539,276	23,366,362
	c	Investments—corporate bonds (attach schedule)	1,556,274	4,552,984	4,619,716
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	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)	20,436,053	18,638,420	28,532,238
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	
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	20,436,053	18,638,420	
	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)	20,436,053	18,638,420	
	31	**Total liabilities and net assets/fund balances** (see instructions)	20,436,053	18,638,420	

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	20,436,053
2	Enter amount from Part I, line 27a	2	-1,786,871
3	Other increases not included in line 2 (itemize) ▶	3	10
4	Add lines 1, 2, and 3	4	18,649,192
5	Decreases not included in line 2 (itemize) ▶	5	10,772
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	18,638,420

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	-1,025,798
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 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	1,393,539	27,823,475	0 050085
2014	1,371,014	27,961,498	0 049032
2013	1,212,703	26,481,675	0 045794
2012	1,171,227	24,322,572	0 048154
2011	1,100,609	23,483,084	0 046868

2	**Total** of line 1, column (d)	2	0 239933
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 047987
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	27,187,451
5	Multiply line 4 by line 3	5	1,304,644
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,957
7	Add lines 5 and 6	7	1,309,601
8	Enter qualifying distributions from Part XII, line 4	8	1,274,022

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 ▶ ☐ and enter 1% of Part I, line 27b			1	9,914
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	9,914
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	9,914
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	10,376		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	10,376
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
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	462
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 462	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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		No
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	
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	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶US TRUST FIDUCIARY TAX SERVICES Telephone no ▶(888) 866-3275

Located at ▶PO BOX 1802 PROVIDENCE RI ZIP+4 ▶029011802

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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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

			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		No
	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		No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?. ☐ Yes ☑ No

If "Yes," list the years ▶ 20____, 20____, 20____, 20____

			Yes	No
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		

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here
▶ 20____, 20____, 20____, 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No

			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		No
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		No

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?	☐ 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**		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
BANK OF AMERICA 114 WEST 47TH ST NEW YORK, NY 10036	CO-TRUSTEE 1	22,389		
ISABELLE T FARRINGTON C/O THREE LAKES MGT3951 DANBURY RD BREWESTER, NY 10509	CO-TRUSTEE 3	26,151		

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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

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	
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	
2	
All other program-related investments See instructions **3**	
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	27,349,004
b	Average of monthly cash balances	1b	252,469
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	27,601,473
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	27,601,473
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	414,022
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	27,187,451
6	**Minimum investment return.** Enter 5% of line 5	6	1,359,373

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	1,359,373
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 9,914		
b	Income tax for 2016 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	9,914
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,349,459
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,349,459
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,349,459

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	1,274,022
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,274,022
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,274,022

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					1,349,459
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				326,367	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.	0				
b From 2012.	0				
c From 2013.	0				
d From 2014.	0				
e From 2015.	0				
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 1,274,022					
a Applied to 2015, but not more than line 2a				326,367	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2016 distributable amount.					947,655
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2016		0			0
(If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
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					401,804
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)		0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2012. . . .	0				
b Excess from 2013. . . .	0				
c Excess from 2014. . . .	0				
d Excess from 2015. . . .	0				
e Excess from 2016. . . .	0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email 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 Additional Data Table				
Total . . . . ▶ **3a**				1,254,606
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	525,059	
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	-1,025,798	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a EXCISE TAX REFUND			1	19,240	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				-481,499	

13 **Total.** Add line 12, columns (b), (d), and (e). . . . . 13 -481,499

(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)

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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

******	2017-06-01	******	May the IRS discuss this return with the preparer shown below (see instr)? ☐ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶				Firm's EIN ▶
Firm's address ▶				Phone no

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
6950 BB&T CORPORATION		2015-07-16	2016-03-16
1983 CVS CAREMARK CORP COM		2016-09-29	2016-11-08
631 CVS CAREMARK CORP COM		2016-09-29	2016-11-08
836 CVS CAREMARK CORP COM		2016-09-30	2016-11-08
6429 CONOCOPHILLIPS COM		2013-02-08	2016-07-01
10280 374 DOUBLELINE TOTAL RETURN BD FUND CL I		2014-08-08	2016-11-22
99297 482 DOUBLELINE TOTAL RETURN BD FUND CL I		2014-08-08	2016-12-01
90909 091 DOUBLELINE TOTAL RETURN BD FUND CL I		2015-05-26	2016-12-01
26661 45 DOUBLELINE TOTAL RETURN BD FUND CL I		2015-08-20	2016-12-01
117920 149 DOUBLELINE CORE FIXED INCOME FUND CL I		2016-12-01	2016-12-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
238,504		289,100	-50,596
146,878		177,682	-30,804
46,737		56,535	-9,798
61,921		74,557	-12,636
285,063		371,693	-86,630
110,000		113,084	-3,084
1,055,532		1,092,272	-36,740
966,364		1,000,000	-33,636
283,411		292,476	-9,065
1,265,283		1,270,000	-4,717

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-50,596
			-30,804
			-9,798
			-12,636
			-86,630
			-3,084
			-36,740
			-33,636
			-9,065
			-4,717

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
947 05 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-03-31
913 48 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-04-30
826 01 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-05-31
916 68 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-06-30
757 82 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-07-31
863 63 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-08-31
814 68 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-09-30
762 4 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-10-31
836 64 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-11-30
721 55 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2016-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
947		911	36
913		879	34
826		795	31
917		882	35
758		729	29
864		831	33
815		784	31
762		734	28
837		805	32
722		694	28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			36
			34
			31
			35
			29
			33
			31
			28
			32
			28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
723 94 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2017-01-31
588 38 FEDERAL NATL MTG ASSN POOL #745355		2007-09-14	2017-02-28
39 14 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-03-31
39 26 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-04-30
39 51 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-05-31
38 08 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-06-30
43 62 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-07-31
40 27 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-08-31
40 52 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-09-30
40 77 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-10-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
724		697	27
588		566	22
39		40	-1
39		40	-1
40		40	
38		39	-1
44		44	
40		41	-1
41		41	
41		41	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			27
			22
			-1
			-1
			-1
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
41 03 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-11-30
41 28 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2016-12-31
41 54 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2017-01-31
41 82 GOVERNMENT NATIONAL MORTGAGE		1998-02-10	2017-02-28
23 02 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-03-31
23 05 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-04-30
23 2 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-05-31
23 36 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-06-30
23 51 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-07-31
23 67 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-08-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
41		42	-1
41		42	-1
42		42	
42		42	
23		23	
23		23	
23		23	
23		24	-1
24		24	
24		24	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-1
			-1
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
23 83 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-09-30
23 96 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-10-31
24 12 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-11-30
24 29 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2016-12-31
25 3 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2017-01-31
24 84 GOVERNMENT NATIONAL MORTGAGE		1997-06-19	2017-02-28
536 GILEAD SCIENCES INC		2013-04-11	2017-02-09
859 GILEAD SCIENCES INC		2013-04-11	2017-02-09
2494 GILEAD SCIENCES INC		2013-04-24	2017-02-09
1122 MCKESSON HBOC INC		2014-04-14	2016-11-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
24		24	
24		24	
24		24	
24		24	
25		26	-1
25		25	
35,178		27,738	7,440
56,363		44,454	11,909
163,643		129,053	34,590
146,645		187,813	-41,168

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-1
			7,440
			11,909
			34,590
			-41,168

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2088 MCKESSON HBOC INC		2014-04-11	2016-11-08
28680 688 METRO WEST T/R BD CL I		2013-12-16	2016-12-19
140094 654 METRO WEST T/R BD CL I		2013-12-16	2016-12-20
260 MORGAN STANLEY DEAN WITTER DISCOVER & CO		2014-09-03	2016-06-23
14630 MORGAN STANLEY DEAN WITTER DISCOVER & CO		2014-09-03	2016-06-23
7984 32 OPPENHEIMER INTL GROWTH FUND CL Y SHS		2013-12-16	2016-04-08
2735 PALO ALTO NETWORKS INC COM		2016-04-08	2017-01-30
195 POLARIS INDUSTRIES INCORPORATED		2013-07-22	2016-11-22
2157 POLARIS INDUSTRIES INCORPORATED		2013-02-08	2016-11-22
29481 445 SHORT TERM TAXABLE BOND COMMON TRUST FUND		2004-11-26	2016-07-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
272,900		347,118	-74,218
300,000		303,155	-3,155
1,463,989		1,480,801	-16,812
7,014		9,040	-2,026
392,662		508,659	-115,997
286,078		293,504	-7,426
395,980		402,934	-6,954
17,010		20,124	-3,114
188,159		182,924	5,235
312,480		309,933	2,547

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-74,218
			-3,155
			-16,812
			-2,026
			-115,997
			-7,426
			-6,954
			-3,114
			5,235
			2,547

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
105 STERICYCLE INC COM		2015-03-10	2016-09-29
696 STERICYCLE INC COM		2015-03-02	2016-09-29
265 STERICYCLE INC COM		2015-03-02	2016-09-29
1261 STERICYCLE INC COM		2015-03-06	2016-09-29
198 STERICYCLE INC COM		2015-03-02	2016-09-29
54 STERICYCLE INC COM		2015-03-05	2016-09-29
389 STERICYCLE INC COM		2015-03-03	2016-09-29
29 STERICYCLE INC COM		2015-03-04	2016-09-29
721 STERICYCLE INC COM		2015-03-04	2016-09-30
607 STERICYCLE INC COM		2015-02-27	2016-09-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,462		14,317	-5,855
56,091		94,668	-38,577
21,357		36,044	-14,687
101,629		171,500	-69,871
15,958		26,917	-10,959
4,352		7,339	-2,987
31,351		52,841	-21,490
2,337		3,919	-1,582
57,845		97,435	-39,590
48,699		81,883	-33,184

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-5,855
			-38,577
			-14,687
			-69,871
			-10,959
			-2,987
			-21,490
			-1,582
			-39,590
			-33,184

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
685 ALLERGAN PLC COM		2015-12-18	2016-09-29
175 ALLERGAN PLC COM		2016-01-20	2016-09-29
455 ALLERGAN PLC COM		2016-01-20	2016-09-30
60 ALLERGAN PLC COM		2016-01-20	2016-09-30
140 ALLERGAN PLC COM		2016-01-20	2016-11-08
1656 ALLERGAN PLC COM		2015-02-27	2016-11-08
58 ALLERGAN PLC COM		2015-02-27	2016-11-08
326 ALLERGAN PLC COM		2015-02-27	2016-11-08
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
158,103		210,690	-52,587
40,391		51,402	-11,011
104,619		133,646	-29,027
13,796		17,538	-3,742
27,493		40,922	-13,429
325,205		482,093	-156,888
11,390		16,864	-5,474
63,886		94,788	-30,902
			2,650

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-52,587
			-11,011
			-29,027
			-3,742
			-13,429
			-156,888
			-5,474
			-30,902

Form 990PF Part XV Line 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*				
EASTER SEAL SOCIETY OF CONN INC ATTN JAMES T JONES CFO 120 HOLCOMB ST HARTFORD, CT 061121529	N/A	PC	UNRESTRICTED GENERAL	209,101
LIGHTHOUSE INTERNATIONAL ATTN ANNETTE I DORSKY 111 E 59TH ST NEW YORK, NY 100221202	N/A	PC	UNRESTRICTED GENERAL	209,101
MEMORIAL SLOAN KETTERING CANCER 633 3RD AVE FL 12 NEW YORK, NY 100176706	N/A	PC	UNRESTRICTED GENERAL	209,101
COMMUNITY SERVICE SOCIETY OF NY ATTN MAXINE SILENT 105 E 22ND ST NEW YORK, NY 100105413	N/A	PC	UNRESTRICTED GENERAL	209,101
SALVATION ARMY ATTN MR RICHARD D ALLEN 440 W NYACK RD WEST NYACK, NY 109941753	N/A	PC	UNRESTRICTED GENERAL	209,101
BOY SCOUTS OF AMERICA ATTN MR RUSS MCNAMER 1325 W WALNUT HILL LANE IRVING, TX 750152079	N/A	PC	UNRESTRICTED GENERAL	209,101
Total . . . . ▶ **3a**				1,254,606

TY 2016 Compensation Explanation

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

Person Name	Explanation
BANK OF AMERICA	SEE ATTACHED

TY 2016 General Explanation Attachment

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	FEDERAL FOOTNOTE	PART VIII LIST OF OFFICERS AND DIRECTORS	THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N A AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR THE TIME SPENT BY THE TRUSTEE, RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES

TY 2016 Investments Corporate Bonds Schedule

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

Name of Bond	End of Year Book Value	End of Year Fair Market Value
00206RAM4 AT&T INC SR UNSECD B	504,103	523,110
637432KT1 NATIONAL RURAL UTILS	494,415	518,360
87612EAP1 TARGET CORP SR UNSEC	505,781	503,725
31403DBY4 FEDERAL NATL MTG ASS	29,365	33,549
36207JT45 GOVERNMENT NATL MTG	6,460	7,038
36208GZ27 GOVERNMENT NATL MTG	3,496	3,579
0258M0DX4 AMERICAN EXPRESS CR	501,130	505,725
14912L6B2 CATERPILLAR FINL SVC	500,573	504,245
38141GVP6 GOLDMAN SACHS GROUP	500,122	504,560
40428HPV8 HSBC USA INC NEW SR	502,686	505,395
46625HNX4 JPMORGAN CHASE & CO	502,739	504,235
94974BGM6 WELLS FARGO & CO NEW	502,114	506,195

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TY 2016 Investments Corporate Stock Schedule

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

Name of Stock	End of Year Book Value	End of Year Fair Market Value
03027X100 AMERICAN TOWER CORP	394,338	864,483
032511107 ANADARKO PETE CORP C	16,154	163,241
166764100 CHEVRON CORP COM	63,080	479,813
20825C104 CONOCOPHILLIPS COM		
26875P101 EOG RES INC COM	665,482	636,254
30231G102 EXXON MOBIL CORP COM	14,664	491,579
N53745100 LYONDELLBASELL INDUS	427,098	579,009
235851102 DANAHER CORP DEL COM	251,451	361,021
384802104 GRAINGER W W INC COM	253,653	305,735
655844108 NORFOLK SOUTHERN COR	13,718	387,296
907818108 UNION PAC CORP COM	449,830	532,684
023135106 AMAZON COM INC COM	396,071	1,161,930
053332102 AUTOZONE INC COM	300,513	408,785
437076102 HOME DEPOT INC COM	205,610	542,978
731068102 POLARIS INDS INC COM		
741503403 PRICELINE GROUP INC	180,062	431,033
855244109 STARBUCKS CORP COM	276,367	422,544
872540109 TJX COS INC NEW COM	168,474	420,806
171340102 CHURCH & DWIGHT INC	313,827	749,095
22160K105 COSTCO WHSL CORP NEW	274,925	458,896
427866108 HERSHEY CO COM	304,388	553,452
518439104 LAUDER ESTEE COS INC	549,095	613,090
156782104 CERNER CORP COM	241,721	306,463
375558103 GILEAD SCIENCES INC		
478160104 JOHNSON & JOHNSON CO	186,942	389,850
58155Q103 MCKESSON CORP COM		
75886F107 REGENERON PHARMACEUT	429,975	652,131
98978V103 ZOETIS INC CL A COM	432,967	532,567
084670702 BERKSHIRE HATHAWAY I	165,206	471,405
57636Q104 MASTERCARD INC CL A	364,572	1,185,236

Name of Stock	End of Year Book Value	End of Year Fair Market Value
617446448 MORGAN STANLEY COM		
032095101 AMPHENOL CORP NEW CL	234,641	388,199
037833100 APPLE INC COM	260,935	712,485
30303M102 FACEBOOK INC CL A CO	297,337	646,526
594918104 MICROSOFT CORP COM	291,419	508,001
00206R102 AT&T INC COM	134,288	534,912
92343V104 VERIZON COMMUNICATIO	431,208	426,074
258620103 DOUBLELINE TOTAL RET		
68380L407 OPPENHEIMER INTL GRO		
592905509 METRO WEST T/R BD CL		
82599C991 SHORT TERM TAXABLE B		
858912108 STERICYCLE INC COM		
254687106 DISNEY WALT CO COM D	592,679	602,192
G0177J108 ALLERGAN PLC COM		
H1467J104 CHUBB LTD COM	356,850	670,125
054937107 BB&T CORP COM		
02079K107 ALPHABET INC CL C CO	225,559	662,684
02079K305 ALPHABET INC CL A CO	194,738	589,761
922908751 VANGUARD SMALL-CAP E	751,347	789,753
34959J108 FORTIVE CORP COM	78,232	121,642
469814107 JACOBS ENGR GROUP IN	418,228	399,665
755111507 RAYTHEON CO COM NEW	415,461	433,932
151020104 CELGENE CORP COM	302,597	363,119
45866F104 INTERCONTINENTAL EXC	404,873	424,476
808513105 SCHWAB CHARLES CORP	401,788	560,285
79466L302 SALESFORCE COM INC C	406,913	431,155

TY 2016 Other Decreases Schedule

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

Description	Amount
COMMON TRUST FUND ADJUSTMENTS	213
ACCRUED INTEREST PAID	2,923
TYE INCOME ADJUSTMENT	7,636

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TY 2016 Other Expenses Schedule

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	113	113		0
OTHER ALLOCABLE EXPENSE-INCOME	113	113		0

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TY 2016 Other Income Schedule

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EXCISE TAX REFUND	19,240	0	

TY 2016 Other Increases Schedule

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

Description	Amount
ROUNDING	10

TY 2016 Taxes Schedule

Name: UW H P FARRINGTON - HPF FDN RSDY

EIN: 13-6172804

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ESTIMATES	2,000	0		0