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Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning

4/1/2016

, and ending

3/31/2017

Name of foundation

CHARLES A AND LEONA K GRUBER FND

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

Room/suite

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

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

Winston Salem

NC

27101

(888) 730-4933

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply

- Initial return
- Initial return of a former public charity
- Final return
- Amended return
- Address change
- Name change

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 442,311

J Accounting method Cash Accrual
 Other (specify) _____

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

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
------------------------------------	---------------------------	-------------------------	---

1 Contributions, gifts, grants, etc., received (attach schedule)			
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments	8,788	8,788	
4 Dividends and interest from securities			
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10	11,640		
b Gross sales price for all assets on line 6a	162,220		
7 Capital gain net income (from Part IV, line 2)		11,640	
8 Net short-term capital gain			
9 Income modifications			
10a Gross sales less returns and allowances			
b Less Cost of goods sold			
c Gross profit or (loss) (attach schedule)			
11 Other income (attach schedule)			
12 Total. Add lines 1 through 11	20,428	20,428	0
13 Compensation of officers, directors, trustees, etc	6,656	4,992	1,664
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)	738		738
c Other professional fees (attach schedule)	444		444
17 Interest			
18 Taxes (attach schedule) (see instructions)	61	61	
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (attach schedule)			
24 Total operating and administrative expenses.			
Add lines 13 through 23	7,899	5,053	0
25 Contributions, gifts, grants paid	20,000		20,000
26 Total expenses and disbursements. Add lines 24 and 25	27,899	5,053	0
27 Subtract line 26 from line 12			
a Excess of revenue over expenses and disbursements	-7,471		
b Net investment income (if negative, enter -0-)		15,375	
c Adjusted net income (if negative, enter -0-)			0

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2016)

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Part II		Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
			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	22,086	17,428	17,428
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	388,556	385,188	424,883
	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)	410,642	402,616	442,311
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	410,642	402,616	
	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)	410,642	402,616	
	31	Total liabilities and net assets/fund balances (see instructions)	410,642	402,616	

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	410,642
2	Enter amount from Part I, line 27a	2	-7,471
3	Other increases not included in line 2 (itemize) ► Federal Excise Tax Refund	3	114
4	Add lines 1, 2, and 3	4	403,285
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	669
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	402,616

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain, in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	11,640	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	25,830	451,941	0.057153
2014	22,705	477,298	0.047570
2013	24,271	469,755	0.051667
2012	2,559	444,846	0.005753
2011	21,750	446,261	0.048738
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8
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)

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

1c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

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

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

6 Credits/Payments

6a 2016 estimated tax payments and 2015 overpayment credited to 2016 47

6b Exempt foreign organizations—tax withheld at source

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

6d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d 47

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

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

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

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

1	154
2	0
3	154
4	
5	154
6a	47
6b	
6c	
6d	
7	47
8	
9	107
10	0
11	0

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? Yes No

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-FOL for this year?

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

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

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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
4b If "Yes," has it filed a tax return on Form 990-T for this year?

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

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► PA
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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

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

1a	X
1b	X
1c	X
2	X
3	X
4a	X
4b	N/A
5	X
6	X
7	X
8b	X
9	X
10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 100 N Main St MAC D4001-117 Winston Salem NC	Telephone no ► 888-730-4933	ZIP+4 ► 27101
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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

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

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1c	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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))	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3a	Did the foundation hold more than 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation make any investments 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	6,656		

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

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

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

► 0

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

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

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

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	418,186
b	Average of monthly cash balances	1b	20,017
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	444,203
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	444,203
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	6,663
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	437,540
6	Minimum investment return. Enter 5% of line 5	6	21,877

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	21,877
2a	Tax on investment income for 2016 from Part VI, line 5	2a	154
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	154
3	Distributable amount before adjustments Subtract line 2c from line 1	3	21,723
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	21,723
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	21,723

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	22,846
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	22,846
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XII, line 4	5	
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)	6	154
6	Adjusted qualifying distributions. Subtract line 5 from line 4		22,692

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				21,723
2 Undistributed income, if any, as of the end of 2016			19,016	
a Enter amount for 2015 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016.				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 22,846			19,016	
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				3,830
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0	0	0	17,893
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
See Attached Statement				
Total			► 3a	20,000
b Approved for future payment				
NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1	Program service revenue.				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
2	Membership dues and assessments				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5	Net rental income or (loss) from real estate				
a	Debt-financed property				
b	Not debt-financed property				
6	Net rental income or (loss) from personal property				
7	Other investment income				
8	Gain or (loss) from sales of assets other than inventory				
9	Net income or (loss) from special events				
10	Gross profit or (loss) from sales of inventory				
11	Other revenue a				
b					
c					
d					
e					
12	Subtotal Add columns (b), (d), and (e)				
13	Total Add line 12, columns (b), (d), and (e)		0	20,428	0

(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	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

DESALES UNIVERSITY

Street

2755 STATION AVE

City

CENTER VALLEY

State

PA

Zip Code

18034

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,000

Name

COMMUNITY ACTION COMMITTEE OF LEHIGH VALLEY

Street

1337 E 5TH ST

City

BETHLEHEM

State

PA

Zip Code

18015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

COMMUNITY BIKE WORKS

Street

235 N MADISON ST

City

ALLENTOWN

State

PA

Zip Code

18102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,500

Name

ST LUKE'S HOSPITAL

Street

801 OSTRUM ST

City

BETHLEHEM

State

PA

Zip Code

18015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

LEHIGH COUNTY SENIOR CITIZENS

Street

1633 ELM ST

City

ALLENTOWN

State

PA

Zip Code

18102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,500

Name

LEHIGH VALLEY CHILDREN'S CENTER INC

Street

1501 LEHIGH ST

City

ALLENTOWN

State

PA

Zip Code

18103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

LEHIGH UNIVERSITY

Street

27 MEMORIAL DR W

City

BETHLEHEM

State

PA

Zip Code

18015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,000

Name

THE ARC OF LEHIGH AND NORTHAMPTON COUNTIES INC

Street

2289 AVE A

City

BETHLEHEM

State

PA

Zip Code

18017

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,500

Name

CHIDRENS HOME OF EASTON PA

Street

2000 S 25th St

City

EASTON

State

PA

Zip Code

18042

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,000

Name

MUHLENBERG COLLEGE

Street

2400 W Chew St

City

ALLENTOWN

State

PA

Zip Code

18104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,000

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

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		
								Capital Gains/Losses			Cost or Other Basis Expenses		
								Cross Sales	Other sales	Depreciation and Adjustments	Depreciation	Adjustments	Net Gain or Loss
Long Term CG Distributions	Amount	6,889	Short Term CG Distributions	0						162,220	150,580	0	11,640
1 CREDIT SUISSE COMM RET	22544R305	X				7/6/2013	8/23/2016	14	21				0
2 CREDIT SUISSE COMM RET	22544R305	X				5/4/2013	8/23/2016	501	763				-287
3 CREDIT SUISSE COMM RET	22544R305	X				10/24/2014	8/23/2016	1,046	1,417				-364
4 CREDIT SUISSE COMM RET	22544R305	X				10/24/2014	1/18/2017	1,581	2,065				-484
5 CREDIT SUISSE COMM RET	22544R305	X				1/2/2015	1/18/2017	2,169	2,465				-300
6 CREDIT SUISSE COMM RET	22544R305	X				11/10/2015	1/18/2017	791	743				48
7 DODGE & COX INTL STOCK	259208103	X				11/4/2015	4/20/2016	998	1,077				-79
8 DODGE & COX INTL STOCK	259208103	X				11/10/2015	5/11/2016	81	92				-11
9 DODGE & COX INTL STOCK	259208103	X				11/4/2015	5/11/2016	174	193				-25
10 DODGE & COX INTL STOCK	259208103	X				1/2/2016	5/11/2016	1,000	829				61
11 FMR MANAGED FUTURES	009801Y59	X				8/25/2016	2/15/2017	346	363			22	0
12 INV BALANCE RISK COMM	009801Y59	X				8/25/2016	4/20/2017	4,153	4,424				44
13 AMER CENT SMALL CAP GRN	025093320	X				7/1/2015	5/20/2016	464	523				-118
14 AMER CENT SMALL CAP GRN	025093320	X				7/24/2015	5/11/2016	3,694	4,753				-903
15 AMER CENT SMALL CAP GRN	025093320	X				7/24/2015	1/18/2017	678	730				12
16 AMER CENT SMALL CAP GRN	025093320	X				7/24/2015	2/15/2017	323	319				8
17 ARTISAN INTERNATIONAL EQUITY	04314HA402	X				4/22/2016	5/11/2016	226	218				-1
18 ARTISAN INTERNATIONAL EQUITY	04314HA402	X				7/3/2016	5/11/2016	1,278	1,257				570
19 DODGE & COX INTL STOCK	259208103	X				7/3/2016	2/15/2017	194	197				49
20 DODGE & COX INCOME FD C	256210105	X				7/24/2015	4/20/2016	854	871			3	0
21 DODGE & COX INCOME FD C	256210105	X				8/14/2015	8/23/2016	878	895				16
22 DODGE & COX INCOME FD C	256210105	X				7/24/2015	8/23/2016	8,553	8,320				203
23 DODGE & COX INCOME FD C	256210105	X				10/5/2018	2/15/2017	450	433			6	0
24 FID ADV EMER MKTS INC-CU	315920702	X				8/25/2015	2/15/2017	553	553				0
25 JP MORGAN MID CAP VALUE	339128100	X				7/18/2015	4/20/2016	1,108	1,167				-59
26 JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	8/23/2016	1,124	1,143				-14
27 JP MORGAN MID CAP VALUE	339128100	X				7/18/2015	8/23/2016	112	113				-1
28 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	8/23/2016	336	339				-2
29 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	2/15/2017	145	143				2
30 JP MORGAN MID CAP VALUE	339128100	X				1/2/2015	2/15/2017	312	306				6
31 MET WEST TOTAL RETURN	592905509	X				10/5/2016	2/15/2017	484	505				21
32 MET WEST TOTAL RETURN	592905509	X				1/2/2015	2/15/2017	4,787	4,774				0
33 ASG GLOBAL ALTERNATIVES	838721885	X				7/18/2013	1/18/2017	432	413				-51
34 ASG GLOBAL ALTERNATIVES	838721885	X				7/18/2013	2/15/2017	219	212				23
35 NEUBERGER BERMAN LONG	84128R608	X				6/20/2014	8/23/2016	3,878	3,913				-40
36 NEUBERGER BERMAN LONG	84128R608	X				8/20/2014	2/15/2017	581	581				18
37 MERGER FUNDUS #301	589509207	X				2/17/2013	2/15/2017	219	227				-8
38 OPENHEIMER DEVELOPING	683974604	X				1/15/2014	4/20/2016	634	723				-109
39 SPDR DJI MSLSHIRE INTERN	704933293	X				3/29/2011	8/23/2016	3,695	3,314				381
40 SPDR DJI MSLSHIRE INTERN	704933293	X				3/29/2011	1/18/2017	2,403	2,271				154
41 SPDR DJI MSLSHIRE INTERN	704933293	X				3/29/2011	2/15/2017	373	364				-1
42 STERLING CAPITAL STRATEGY	85917K549	X				7/18/2015	4/20/2016	430	415				20
43 STERLING CAPITAL STRATEGY	85917K549	X				7/18/2015	5/11/2016	223	214				-10
44 STERLING CAPITAL STRATEGY	85917K549	X				8/20/2014	5/11/2016	4,183	4,510				-380
45 STERLING CAPITAL STRATEGY	85917K549	X				8/20/2014	1/18/2017	578	547				31
46 OPENHEIMER DEVELOPING	863974504	X				7/24/2015	4/20/2016	752	803				-56
47 OPENHEIMER DEVELOPING	863974504	X				3/31/2011	8/23/2016	3,822	4,117				-312
48 OPENHEIMER DEVELOPING	863974504	X				2/11/2013	8/23/2016	3,493	3,767				-274
49 OPENHEIMER DEVELOPING	863974504	X				2/5/2014	8/23/2016	347	373				-12
50 OPENHEIMER DEVELOPING	863974504	X				2/5/2014	1/18/2017	396	417				-16
51 OPENHEIMER DEVELOPING	863974504	X				2/5/2014	2/15/2017	199	192				0
52 OPENHEIMER DEVELOPING	863974504	X				7/24/2015	2/15/2017	972	919				53
53 T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	4/20/2016	5,328	5,333				-68
54 T ROWE PRICE SHORT TERM	77957P105	X				6/10/2015	4/20/2016	5,842	5,803				-24
55 T ROWE PRICE INST FLOAT	77958B402	X				1/15/2014	1/18/2017	889	917				-16
56 T ROWE PRICE INST FLOAT	77958B402	X				4/22/2014	1/18/2017	2,545	2,553				-41
57 T ROWE PRICE INST FLOAT	77958B402	X				8/25/2015	1/18/2017	495	493				5
58 T ROWE PRICE REAL ESTATE	779919109	X				1/24/2015	8/23/2016	359	359				30
59 T ROWE PRICE REAL ESTATE	779919109	X				1/18/2017	2/15/2017	294	263				-2
60 SPDR DJI MSLSHIRE INTERN	78453X963	X				3/29/2011	4/20/2016	975	852				83
61 ARTISAN INTERNATIONAL EQUITY	04314HA402	X				7/13/2010	8/23/2016	6,263	4,141				2,072
62 ARTISAN INTERNATIONAL EQUITY	04314HA402	X				1/18/2017	2/15/2017	900	251				9
63 ARTISAN MID CAP FUND-INS	04314H500	X				7/18/2015	4/20/2016	421	53				-115
64 ARTISAN MID CAP FUND-INS	04314H500	X				8/14/2014	4/20/2016	76	67				-126
65 ARTISAN MID CAP FUND-INS	04314H500	X				6/20/2014	8/23/2016	674	1,007				-32
66 ARTISAN MID CAP FUND-INS	04314H800	X				8/14/2014	8/23/2016	178	217				-68
67 ARTISAN MID CAP FUND-INS	04314H800	X				7/22/2015	8/23/2016	893	1,021				-14
68 ARTISAN MID CAP FUND-INS	04314H800	X				7/22/2015	2/15/2017	400	449				50
69 ARTISAN MID CAP FUND-INS	04314H800	X				2/11/2013	2/15/2017	274	272				-2
70 BLACKROCK GL US CREDIT	091630732	X				10/27/2015	1/18/2017	366	371				-5
71 BLACKROCK GL US CREDIT	091936732	X				10/27/2015	2/15/2017	245	251				5
72 CREDIT SUISSE COMM RET	22544R305	X				7/12/2013	8/23/2016	1,411	2,017				-676

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

	Description	CUSIP #	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals			
										Cross Sales	Cost or Other Basis Expenses Depreciation and Adjustments	Net Gain or Loss	
	Long Term CG Distributions	6,889								162,220	150,580	11,640	
	Short Term CG Distributions	0								0	0	0	
73	CREDIT SUISSE COMM RET	22544R305	X		1/15/2014	8/23/2016	1,626	2,3-2				0	-716
74	DODGE & COX INTL STOCK	256206103	X		7/13/2010	8/23/2016	7,684	8,1-1				0	-1,517
76	DODGE & COX INTL STOCK	256206103	X		7/13/2010	1/18/2017	431	3,3-2				0	-94
76	DODGE & COX INTL STOCK	256206103	X		1/22/2016	2/15/2017	215	17-2				0	-43
77	HARBOR CAPITAL ARCTION	411511504	X		8/22/2015	4/20/2016	1,869	2,0-2				0	-173
78	HARBOR CAPITAL ARCTION	411511504	X		8/28/2015	4/20/2016	3,096	3,3-4				0	-218
79	HARBOR CAPITAL ARCTION	411511504	X		8/28/2015	1/18/2017	447	47-1				0	-28
80	HARBOR CAPITAL ARCTION	411511504	X		8/25/2016	1/18/2017	2,437	2,510				0	-73
81	HARBOR CAPITAL ARCTION	411511504	X		10/29/2014	2/15/2017	2,090	2,0-2				0	19
82	JPMORGAN HIGH YIELD FUN	4812C0603	X		2/5/2014	1/18/2017	718	77-2				0	-57
83	JPMORGAN HIGH YIELD FUN	4812C0603	X		12/19/2014	1/18/2017	8,693	8,4-2				0	-169
84	JPMORGAN HIGH YIELD FUN	4812C0603	X		7/2/2015	1/18/2017	568	57-2				0	-7
85	MFS VALUE FUND-CLASS #	652983694	X		7/24/2015	4/20/2016	939	1,0-1				0	-22
86	MFS VALUE FUND-CLASS #	652983694	X		7/1/2015	4/20/2016	3,014	3,0-3				0	-59
87	MFS VALUE FUND-CLASS #	652983694	X		6/20/2014	4/20/2016	2,059	2,0-6				0	22
88	MFS VALUE FUND-CLASS #	652983694	X		6/28/2015	1/18/2017	5,235	5,1-1				0	90
89	MFS VALUE FUND-CLASS #	652983694	X		6/20/2014	2/15/2017	1,590	1,4-1				0	120
90	STERLING CAPITAL STRAT	85917K548	X		6/20/2014	2/15/2017	257	2-1				0	23
91	VANGUARD REIT VIPER	922906553	X		7/22/2015	4/20/2016	499	4-2				0	30
92	VANGUARD REIT VIPER	922906553	X		7/22/2015	8/23/2016	1,427	1,2-2				0	175
93	VANGUARD REIT VIPER	922906553	X		3/29/2011	8/23/2016	8,205	4,6-2				0	3,313
94	VANGUARD REIT VIPER	922906553	X		3/29/2011	10/3/2016	5,084	3,7-2				0	2,282

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

	738	0	0	738
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	738			738

Part I, Line 16c (990-PF) - Other Professional Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMINISTRATION FEE	444			444

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

		61	61	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	61	61		

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

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			388,556	385,188	424,883
1	DODGE & COX INCOME FD COM 147		0	33,624	34,274
2	HARBOR CAPITAL APRCTON-INST 2012		0	32,490	44,662
4	ARTISAN INTERNATIONAL FD I 662		0	7,799	11,288
5	MERGER FUND-INST #301		0	7,556	7,624
6	ARTISAN MID CAP FUND-INSTL 1333		0	16,380	17,556
7	MET WEST TOTAL RETURN BOND CL I 51		0	60,553	58,965
8	FID ADV EMER MKTS INC- CL I 607		0	20,907	21,861
9	T ROWE PRICE F EAL ESTATE FD 122		0	24,809	24,775
10	EATON VANCE GLOBAL MACRO - I		0	13,274	13,250
11	DODGE & COX INT'L STOCK FD 1048		0	8,229	11,172
12	AMER CENT SMALL CAP GRWTH INST 33		0	8,110	8,814
13	MFS VALUE FUND-CLASS I 893		0	33,306	43,776
14	JP MORGAN MID CAP VALUE-I 758		0	10,995	17,412
15	STERLING CAPITAL STRATTON SMALL C		0	7,897	8,518
16	ASG GLOBAL ALTERNATIVES-Y 1993		0	8,052	7,565
17	VANGUARD REIT VIPER		0	1,262	2,065
18	AQR MANAGED FUTURES STR-I		0	13,966	12,631
19	VANGUARD INFLAT-PROT SECS-ADM 511		0	5,104	5,015
20	JPMORGAN HIGH YIELD FUND SS 3580		0	9,019	9,318
21	T ROWE PRICE INST FLOAT RATE 170		0	3,805	3,854
22	OPPENHEIMER DEVELOPING MKT-I 799		0	20,482	22,525
23	BLACKROCK GL/US CREDIT-INS #1833		0	15,260	15,255
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	11,738	11,744
25	NEUBERGER BEE MAN LONG SH-INS #183		0	10,571	10,964

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

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

1 Federal Excise Tax Refund	1	114
2 Total	2	114

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

1 Mutual Fund Timing Difference	1	197
2 PY Return of Capital Adjustment	2	187
3 Cost Basis Adjustment	3	285
4 Total	4	669

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

Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Gains Minus Excess FMV Over Adj Basis or Losses			
										0	0	0	4,751
Long Term CG Distributions	Amount	Short Term CG Distributions	0		155,331	0	126	150,706	4,751	0	0	0	4,751
1 CREDIT SUISSE COMM RET	22544R305		7/9/2013	8/2/2016	14		0	20	-6	0	0	0	-6
2 CREDIT SUISSE COMM RET	22544R305		5/4/2012	8/1/2016	501		0	788	-287	0	0	0	-287
3 CREDIT SUISSE COMM RET	22544R305		10/24/2014	8/1/2016	1,046		0	1,410	-364	0	0	0	-364
4 CREDIT SUISSE COMM RET	22544R305		10/24/2014	1/1/2017	1,581		0	2,065	-484	0	0	0	-484
5 CREDIT SUISSE COMM RET	22544R305		1/2/2015		2,159		0	2,469	-300	0	0	0	-300
6 CREDIT SUISSE COMM RET	22544R305		11/10/2015	1/1/2017	791		0	743	48	0	0	0	48
7 DODGE & COX INTL STOCK	256206103		11/4/2012	4/2/2016	998		0	1,077	79	0	0	0	-79
8 DODGE & COX INTL STOCK	256206103		11/10/2015	5/1/2016	81		0	92	-11	0	0	0	-11
9 DODGE & COX INTL STOCK	256206103		11/4/2015	5/1/2016	174		0	199	-25	0	0	0	-25
10 DODGE & COX INTL STOCK	256206103		1/2/2016	5/1/2016	1,000		0	939	61	0	0	0	61
11 AGR MANAGED FUTURES ST	00203H859		8/25/2016	2/1/2017	346		22	368	0	0	0	0	0
12 INV BALANCE RISK COMM S	00888Y508		8/25/2016	1/1/2017	4,453		0	4,409	44	0	0	0	44
13 AMER CENT SMALL CAP GRN	025083320		7/18/2015	5/1/2016	438		0	556	-118	0	0	0	-118
14 AMER CENT SMALL CAP GRN	025083320		7/24/2015	5/1/2016	3,894		0	4,797	-903	0	0	0	-903
15 AMER CENT SMALL CAP GRN	025083320		7/24/2015	1/1/2017	678		0	690	12	0	0	0	12
16 AMER CENT SMALL CAP GRN	025083320		7/24/2015	2/15/2017	323		0	315	8	0	0	0	8
17 ARTISAN INTERNATIONAL FID	04314H402		4/22/2016	5/1/2016	225		0	228	-1	0	0	0	1
18 ARTISAN INTERNATIONAL FID	04314H402		7/13/2010	5/1/2016	1,776		0	1,206	570	0	0	0	570
19 DODGE & COX INTL STOCK	256206103		7/13/2010	2/15/2017	194		0	145	49	0	0	0	49
20 DODGE & COX INCOME FD C	256210105		7/24/2015	4/2/2016	854		3	857	0	0	0	0	0
21 DODGE & COX INCOME FD C	256210105		8/1/2015	8/3/2015	878		0	862	16	0	0	0	16
22 DODGE & COX INCOME FD C	256210105		7/24/2015	8/23/2016	8,553		0	8,350	203	0	0	0	203
23 DODGE & COX INCOME FD C	256210105		10/5/2016	2/15/2017	450		6	456	0	0	0	0	0
24 FID ADV EMER MKTS INC- C	315920702		8/25/2016	2/15/2017	553		7	560	0	0	0	0	0
25 JP MORGAN MID CAP VALUE	339128100		7/18/2015	4/20/2016	1,108		0	1,167	-59	0	0	0	-59
26 JP MORGAN MID CAP VALUE	339128100		6/20/2014	8/23/2016	1,124		0	1,138	-14	0	0	0	-14
27 JP MORGAN MID CAP VALUE	339128100		7/18/2015	8/23/2016	112		0	113	-1	0	0	0	-1
28 JP MORGAN MID CAP VALUE	339128100		7/24/2015	8/3/2016	336		0	338	-2	0	0	0	-2
29 JP MORGAN MID CAP VALUE	339128100		7/24/2015	2/5/2017	145		0	143	2	0	0	0	2
30 JP MORGAN MID CAP VALUE	339128100		1/2/2015	2/15/2017	312		0	306	6	0	0	0	6
31 MET WEST TOTAL RETURN B	592905509		1/2/2015	8/23/2016	4,787		0	4,774	13	0	0	0	13
32 MET WEST TOTAL RETURN B	592905509		10/5/2016	2/15/2017	484		21	505	0	0	0	0	0
33 ASG GLOBAL ALTERNATIVES	638727885		7/1/2013	1/1/2017	432		0	493	-51	0	0	0	-51
34 ASG GLOBAL ALTERNATIVES	638727885		7/1/2013	2/15/2017	219		0	242	-23	0	0	0	-23
35 NEUBERGER BERMAN LONG	64128R608		6/20/2014	8/3/2016	3,678		0	3,918	-40	0	0	0	-40
36 NEUBERGER BERMAN LONG	64128R608		6/20/2014	2/15/2017	561		0	543	18	0	0	0	18
37 MERGER FUND-INST #301	589509207		2/1/2013	2/1/2017	219		0	220	-1	0	0	0	-1
38 OPPENHEIMER DEVELOPING	683974604		1/15/2014	4/20/2016	634		0	742	-106	0	0	0	-106
39 SPDR DJ WILSHIRE INTERN	78463X863		3/29/2011	8/3/2016	3,695		0	3,334	361	0	0	0	361
40 SPDR DJ WILSHIRE INTERN	78463X863		3/29/2011	10/3/2016	2,403		0	2,249	154	0	0	0	154
41 SPDR DJ WILSHIRE INTERN	78463X863		3/29/2011	2/15/2017	373		14	388	-1	0	0	0	-1
42 STERLING CAPITAL STRATC	85017K546		7/18/2015	4/2/2016	430		0	450	-20	0	0	0	-20
43 STERLING CAPITAL STRATC	85017K546		7/18/2015	5/1/2016	206		0	216	-10	0	0	0	-10
44 STERLING CAPITAL STRATC	85017K546		6/2/2014	5/1/2016	4,163		0	4,543	-380	0	0	0	-380
45 STERLING CAPITAL STRATC	85017K546		6/2/2014	1/1/2017	578		0	547	31	0	0	0	31
46 OPPENHEIMER DEVELOPING	683974604		7/24/2015	4/2/2016	752		0	808	-56	0	0	0	-56
47 OPPENHEIMER DEVELOPING	683974604		3/1/2011	8/2/2016	3,622		0	4,134	-312	0	0	0	-312
48 OPPENHEIMER DEVELOPING	683974604		2/1/2013	8/3/2016	3,493		0	3,767	-274	0	0	0	-274
49 OPPENHEIMER DEVELOPING	683974604		2/5/2014	8/2/2016	347		0	359	-12	0	0	0	-12
50 OPPENHEIMER DEVELOPING	683974604		2/5/2014	1/1/2017	396		0	412	-16	0	0	0	-16
51 OPPENHEIMER DEVELOPING	683974604		2/5/2014	2/1/2017	199		0	199	0	0	0	0	0
52 OPPENHEIMER DEVELOPING	683974604		7/24/2015	2/1/2017	972		0	954	18	0	0	0	18
53 T ROWE PRICE SHORT TERM	77857P105		7/1/2013	4/20/2016	5,328		0	5,396	-68	0	0	0	-68
54 T ROWE PRICE SHORT TERM	77857P105		6/10/2015	4/20/2016	5,842		0	5,866	-24	0	0	0	-24
55 T ROWE PRICE INST FLOAT	77858B402		1/15/2014	1/1/2017	889		0	907	-18	0	0	0	-18
56 T ROWE PRICE INST FLOAT	77858B402		4/2/2014	1/1/2017	2,545		0	2,586	-41	0	0	0	-41
57 T ROWE PRICE INST FLOAT	77858B402		8/25/2016	1/1/2017	495		0	490	5	0	0	0	5
58 T ROWE PRICE REAL ESTATE	778919109		12/24/2015	8/3/2016	359		0	329	30	0	0	0	30
59 T ROWE PRICE REAL ESTATE	778919109		1/18/2017	2/15/2017	284		0	296	-2	0	0	0	-2
60 SPDR DJ WILSHIRE INTERN	78463X863		3/29/2011	4/2/2016	975		0	892	83	0	0	0	83
61 ARTISAN INTERNATIONAL FID	04314H402		7/13/2010	8/23/2016	8,263		0	4,191	2,072	0	0	0	2,072
62 ARTISAN INTERNATIONAL FID	04314H402		1/18/2017	2/15/2017	300		0	291	9	0	0	0	9
63 ARTISAN MID CAP FUND-INS	04314H600		7/18/2015	4/10/2016	421		0	536	115	0	0	0	-115
64 ARTISAN MID CAP FUND-INS	04314H600		6/14/2014	4/2/2016	76		0	97	-21	0	0	0	-21
65 ARTISAN MID CAP FUND-INS	04314H600		6/20/2014	8/23/2016	874		0	1,000	-126	0	0	0	-126
66 ARTISAN MID CAP FUND-INS	04314H600		6/14/2014	8/3/2016	178		0	210	-32	0	0	0	-32
67 ARTISAN MID CAP FUND-INS	04314H600		1/2/2015	8/3/2016	853		0	1,021	-68	0	0	0	-68
68 ARTISAN MID CAP FUND-INS	04314H600		1/2/2015	2/1/2017	400		0	53	453	0	0	0	0
69 ARTISAN MID CAP FUND-INS	04314H600		2/1/2013	2/1/2017	274		0	272	2	0	0	0	2

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

	Long Term CG Distributions	Amount													
	Short Term CG Distributions	0													4,751
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expenses of Sale	Gain or Loss	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses		
70 BLACKROCK GL US CREDIT	091936732		10/27/2015	1/8/2017	366		0	374	2	0	0	0	0	0	-8
71 BLACKROCK GL US CREDIT	091936732		10/27/2015	2/5/2017			0	260	5	0	0	0	0	0	-5
72 CREDIT SUISSE COMM RET	22544R305		7/22/2013	8/23/2018	1,411		0	2,087	-676	0	0	0	0	0	-676
73 CREDIT SUISSE COMM RET	22544R305		1/15/2014	8/23/2016	1,626		0	2,342	-716	0	0	0	0	0	-716
74 DODGE & COX INTL STOCK	256206103		7/13/2010	8/23/2018	7,884		0	6,167	1,517	0	0	0	0	0	1,517
75 DODGE & COX INTL STOCK	256206103		7/13/2010	1/8/2017	431		0	337	94	0	0	0	0	0	94
76 DODGE & COX INTL STOCK	256206103		1/22/2016	2/5/2017	215		0	172	43	0	0	0	0	0	43
77 HARBOR CAPITAL APRCTN	411511504		6/22/2015	4/7/2016	1,668		0	2,042	173	0	0	0	0	0	-173
78 HARBOR CAPITAL APRCTN	411511504		8/28/2015	4/7/2016	3,096		0	3,314	-218	0	0	0	0	0	-218
79 HARBOR CAPITAL APRCTN	411511504		8/28/2015	1/8/2017	447		0	475	-28	0	0	0	0	0	-28
80 HARBOR CAPITAL APRCTN	411511504		8/25/2016	1/8/2017	2,437		0	2,510	-73	0	0	0	0	0	-73
81 HARBOR CAPITAL APRCTN	411511504		10/28/2014	2/5/2017	2,090		0	2,071	19	0	0	0	0	0	19
82 JPMORGAN HIGH YIELD FUN	4812C0803		2/5/2014	1/8/2017	716		0	775	-57	0	0	0	0	0	57
83 JPMORGAN HIGH YIELD FUN	4812C0803		12/19/2014	1/8/2017	8,263		0	8,452	-189	0	0	0	0	0	-189
84 JPMORGAN HIGH YIELD FUN	4812C0803		7/24/2015	1/8/2017	568		0	575	-7	0	0	0	0	0	-7
85 MFS VALUE FUND-CLASS I #	552983694		7/24/2015	4/7/2016	989		0	1,011	-22	0	0	0	0	0	-22
86 MFS VALUE FUND-CLASS I #	552983694		7/18/2015	4/20/2016	3,014		0	3,073	-59	0	0	0	0	0	-59
87 MFS VALUE FUND-CLASS I #	552983694		6/20/2014	4/20/2016	2,059		0	2,081	-22	0	0	0	0	0	-22
88 MFS VALUE FUND-CLASS I #	552983694		8/25/2016	1/18/2017	5,235		0	5,145	90	0	0	0	0	0	90
89 MFS VALUE FUND-CLASS I #	552983694		6/20/2014	2/5/2017	1,590		0	1,470	120	0	0	0	0	0	120
90 STERLING CAPITAL STRAT	85917K546		8/20/2014	2/5/2017	257		0	234	23	0	0	0	0	0	23
91 VANGUARD REIT VIPER	922908553		7/22/2015	4/20/2016	499		0	469	30	0	0	0	0	0	30
92 VANGUARD REIT VIPER	922908553		7/22/2015	8/3/2016	1,427		0	1,252	175	0	0	0	0	0	175
93 VANGUARD REIT VIPER	922908553		3/29/2011	8/3/2016	8,205		0	4,892	3,313	0	0	0	0	0	3,313
94 VANGUARD REIT VIPER	922908553		3/29/2011	10/3/2016	5,984		0	3,722	2,262	0	0	0	0	0	2,262

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

	Date	Amount
1 Credit from prior year return	1	47
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	47

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

Name	Check "X" If Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1 Wells Fargo Bank N A. Trust Tax C	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	6 656		0

Supplemental Information:

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

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

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

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

1 Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	19,013
2	2	
3	3	
4	4	
5	5	
6	6	
7	7	
8	8	
9	9	
10 Total	10	19,016