

Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2016 or tax year beginning 5/1/2016, and ending 4/30/2017

Name of foundation JANICE DANA SPEAR SCHOLARSHIP		A Employer identification number 22-6377147
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		B Telephone number (see instructions) (888) 730-4933
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101		
Foreign country name Foreign province/state/county Foreign postal code		
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		
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) ▶ \$ 163,967		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____
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	3,224	3,224		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,683			
	b Gross sales price for all assets on line 6a	64,197			
	7 Capital gain net income (from Part IV, line 2)		6,683		
	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	9,907	9,907	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	2,704	2,028		676
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,053			1,053
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	23	23		
	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	3,780	2,051	0	1,729
	25 Contributions, gifts, grants paid	7,000			7,000
26 Total expenses and disbursements. Add lines 24 and 25	10,780	2,051	0	8,729	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-873				
b Net investment income (if negative, enter -0-)		7,856			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2016)

HTA

15M P

SCANNED AUG 16 2017
 ENTERED BY: ROSTER, W. 0.0
 AUG 07 2017

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	4,988	1,104	1,104		
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)					
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment basis ▶					
Less accumulated depreciation (attach schedule) ▶						
12 Investments—mortgage loans						
13 Investments—other (attach schedule)	141,930	144,884	162,863			
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)	146,918	145,988	163,967			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	27 Capital stock, trust principal, or current funds	146,918	145,988			
	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)	146,918	145,988			
31 Total liabilities and net assets/fund balances (see instructions)	146,918	145,988				

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	146,918
2 Enter amount from Part I, line 27a	2	-873
3 Other increases not included in line 2 (itemize) ▶ Federal Excise Tax Refund	3	133
4 Add lines 1, 2, and 3	4	146,178
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	190
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	145,988

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) 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				
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	6,683
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	8,695	164,050	0.053002
2014	8,985	178,071	0.050457
2013	8,171	176,392	0.046323
2012	7,966	169,318	0.047048
2011	9,022	171,438	0.052625
2 Total of line 1, column (d)			2 0.249455
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 0.049891
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 161,609
5 Multiply line 4 by line 3			5 8,063
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 79
7 Add lines 5 and 6			7 8,142
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 8,729

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	79
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	79
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	79
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	19
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	19
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	60
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ Refunded ☐	11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

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

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

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

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

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

5b	N/A	
6b		X
7b	N/A	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee	2,704		

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	

Total. Add lines 1 through 3



0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	157,046
b	Average of monthly cash balances	1b	7,024
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	164,070
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	164,070
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	2,461
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	161,609
6	Minimum investment return. Enter 5% of line 5	6	8,080

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	8,080
2a	Tax on investment income for 2016 from Part VI, line 5	2a	79
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	79
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,001
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	8,001
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	8,001

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	8,729
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	8,729
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	79
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,650

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				8,001
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			6,830	
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 ▶ \$ 8,729				
a Applied to 2015, but not more than line 2a			6,830	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				1,899
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				6,102
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

N/A

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2016	(b) 2015	(c) 2014	(d) 2013	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines.

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

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

Recipient 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 Attached Statement				
Total				3a 7,000
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			14	3,224	
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	6,683	
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)		0		9,907	0
13	Total. Add line 12, columns (b), (d), and (e)				13	9,907

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | |
|---|---|----|
| 1 | <p>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?</p> | |
| a | <p>Transfers from the reporting foundation to a noncharitable exempt organization of</p> | |
| | <p>(1) Cash</p> | 1a |
| | <p>(2) Other assets</p> | 1a |
| b | <p>Other transactions</p> | |
| | <p>(1) Sales of assets to a noncharitable exempt organization</p> | 1b |
| | <p>(2) Purchases of assets from a noncharitable exempt organization</p> | 1b |
| | <p>(3) Rental of facilities, equipment, or other assets</p> | 1b |
| | <p>(4) Reimbursement arrangements</p> | 1b |
| | <p>(5) Loans or loan guarantees</p> | 1b |
| | <p>(6) Performance of services or membership or fundraising solicitations</p> | 1b |
| c | <p>Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | 1b |
| d | <p>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.</p> | 1 |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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

- 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.

John A. Salento SVP Wells Fargo Bank N.A.
Signature of officer or trustee

6/26/2017
Date

SVP Wells Fargo Bank N A
Title

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

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name
JOSEPH J CASTRIANO

Preparer's signature 

Date
6/26/2017

Check ☒ if self-employed

PTIN
P01251603

Firm's name	► PricewaterhouseCoopers, LLP
Firm's address	► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

Name

THE JULLIARD SCHOOL

Street

60 LINCOLN CENTER PLAZA

City

NEW YORK

State

NY

Zip Code

10023

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

7,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Long Term CG Distributions		Amount	Short Term CG Distributions		Totals		Gross Sales		Cost or Other Basis		Expenses		Net Gain or Loss	
		2,573			Capital Gains/Losses	Other sales	64,197		57,514		6,683			
		0					0		0		0			
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1 INV BALANCE RISK COMM S	00888Y508	X				8/25/2018	1/18/2017	1,866	1,850					16
2 AMER CENT SMALL CAP GRV	025083320	X				7/24/2015	5/11/2018	1,667	2,054					-387
3 ARTISAN INTERNATIONAL FD	04314H402	X				10/8/2015	5/11/2018	271	273					-2
4 ARTISAN INTERNATIONAL FD	04314H402	X				8/28/2011	5/11/2018	519	379					140
5 ARTISAN INTERNATIONAL FD	04314H402	X				8/28/2011	8/23/2018	2,345	1,690					655
6 ARTISAN INTERNATIONAL FD	04314H402	X				8/28/2011	4/21/2017	4,087	2,989					1,098
7 ARTISAN INTERNATIONAL FD	04314H402	X				1/18/2017	4/21/2017	1,959	1,839					120
8 ARTISAN MID CAP FUND-INS	04314H600	X				6/20/2014	8/23/2016	391	447					-56
9 MET WEST TOTAL RETURN F	592905509	X				1/22/2015	8/23/2016	1,820	1,815					5
10 MET WEST TOTAL RETURN F	592905509	X				5/11/2018	1/18/2017	1,572	1,620					-48
11 MET WEST TOTAL RETURN F	592905509	X				10/5/2018	1/18/2017	1,593	1,699					-63
12 MET WEST TOTAL RETURN F	592905509	X				4/22/2018	1/18/2017	2,802	2,871					-69
13 ASG GLOBAL ALTERNATIVES	638727885	X				7/11/2013	1/18/2017	196	218					-22
14 NEUBERGER BERMAN LONG	84128R608	X				6/20/2014	8/23/2016	1,498	1,513					15
15 NEUBERGER BERMAN LONG	84128R608	X				6/20/2014	1/18/2017	1,348	1,332					16
16 OPPENHEIMER DEVELOPING	683974604	X				8/10/2012	8/23/2016	164	160					4
17 OPPENHEIMER DEVELOPING	683974604	X				7/24/2015	8/23/2016	1,231	1,255					-24
18 OPPENHEIMER DEVELOPING	683974604	X				8/28/2011	8/23/2016	1,491	1,399					92
19 OPPENHEIMER DEVELOPING	683974604	X				10/8/2015	4/21/2017	501	437					64
20 T ROWE PRICE INST FLOAT F	77958B402	X				1/23/2014	1/18/2017	503	514					-11
21 T ROWE PRICE INST FLOAT F	77958B402	X				4/14/2014	1/18/2017	860	874					-14
22 T ROWE PRICE INST FLOAT F	77958B402	X				8/25/2016	1/18/2017	535	530					5
23 T ROWE PRICE INST FLOAT F	77958B402	X				4/22/2016	1/18/2017	71	89					-2
24 SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	8/23/2016	1,418	1,183					225
25 ARTISAN MID CAP FUND-INS	04314H600	X				1/22/2015	8/23/2016	92	86					-6
26 ARTISAN MID CAP FUND-INS	04314H600	X				10/27/2015	1/18/2017	193	198					-5
27 BLACKROCK GL US CREDIT	091936732	X				10/20/2011	8/23/2016	196	330					-134
28 CREDIT SUISSE COMM RET	22544R305	X				5/10/2012	8/23/2016	210	333					-123
29 CREDIT SUISSE COMM RET	22544R305	X				2/11/2013	8/23/2016	126	206					-80
30 CREDIT SUISSE COMM RET	22544R305	X				5/9/2013	8/23/2016	521	804					-283
31 CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	8/23/2016	720	1,045					-325
32 CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	1/18/2017	120	169					-49
33 CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	1/18/2017	869	1,012					-123
34 CREDIT SUISSE COMM RET	22544R305	X				4/18/2015	1/18/2017	240	275					-35
35 CREDIT SUISSE COMM RET	22544R305	X				11/10/2015	1/18/2017	265	249					16
36 CREDIT SUISSE COMM RET	22544R305	X				1/22/2016	1/18/2017	185	157					28
37 CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	5/11/2016	362	444					-82
38 DODGE & COX INTL STOCK	256206103	X				1/22/2016	5/11/2016	91	85					6
39 DODGE & COX INTL STOCK	256206103	X				10/14/2008	8/23/2016	1,520	1,105					415
40 DODGE & COX INTL STOCK	256206103	X				1/14/2009	8/23/2016	892	474					418
41 DODGE & COX INTL STOCK	256206103	X				2/27/2009	8/23/2016	494	222					272
42 DODGE & COX INCOME FD C	256210105	X				8/14/2015	8/23/2016	628	617					11
43 DODGE & COX INCOME FD C	256210105	X				7/24/2015	8/23/2016	2,918	2,847					69
44 DODGE & COX INCOME FD C	256210105	X				10/11/2013	1/18/2017	1,176	1,156					10
45 DODGE & COX INCOME FD C	256210105	X				7/24/2015	1/18/2017	284	284					0
46 DODGE & COX INCOME FD C	256210105	X				11/10/2015	1/18/2017	422	418					4
47 DODGE & COX INCOME FD C	256210105	X				5/11/2016	1/18/2017	461	483					-2
48 DODGE & COX INCOME FD C	256210105	X				10/5/2016	1/18/2017	806	818					12
49 DODGE & COX INCOME FD C	256210105	X				9/26/2007	1/18/2017	419	389					30
50 DODGE & COX INCOME FD C	256210105	X				8/28/2007	4/21/2017	1,030	948					82
51 DODGE & COX INCOME FD C	256210105	X				8/20/2014	8/23/2016	399	404					-5
52 JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	8/23/2016	163	164					-1
53 JP MORGAN MID CAP VALUE	339128100	X				8/28/2015	10/3/2016	164	168					4
54 HARBOR CAPITAL APRCTON	411511504	X				10/28/2014	4/21/2017	171	165					6
55 HARBOR CAPITAL APRCTON	411511504	X				8/28/2015	4/21/2017	226	225					1
56 HARBOR CAPITAL APRCTON	411511504	X				8/29/2015	4/21/2017	188	187					1
57 HARBOR CAPITAL APRCTON	411511504	X				10/24/2014	4/21/2017	108	101					7
58 HARBOR CAPITAL APRCTON	411511504	X				1/23/2014	1/18/2017	479	521					-42
59 UPMORGAN HIGH YIELD FUN	4812C0803	X				12/19/2014	1/18/2017	3,107	3,178					-71
60 UPMORGAN HIGH YIELD FUN	4812C0803	X				8/25/2016	1/18/2017	1,106	1,098					8
61 UPMORGAN HIGH YIELD FUN	4812C0803	X				4/22/2016	1/18/2017	57	55					2
62 UPMORGAN HIGH YIELD FUN	4812C0803	X				8/25/2016	1/18/2017	513	504					9
63 MFS VALUE FUND-CLASS I	552933694	X				8/24/2011	10/3/2019	812	795					17
64 SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	4/21/2017	114	108					6
65 SPDR DJ WILSHIRE INTERNA	78463X863	X				6/20/2014	5/11/2016	1,647	1,799					-151
66 VANGUARD INFLAT-PROT SE	922031737	X				8/25/2016	1/18/2017	333	350					-17
67 VANGUARD REIT VIPER	922908553	X				7/22/2015	8/23/2016	535	469					66
68 VANGUARD REIT VIPER	922908553	X				12/17/2010	8/23/2016	3,121	1,698					1,423
69 VANGUARD REIT VIPER	922908553	X				12/17/2010	10/3/2016	2,222	1,262					960

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

		1,053	0	0	1,053
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,053			1,053

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

		23	23	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	23	23		

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

			141,930	144,884	162,863
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	AQR MANAGED FUTURES STR-I		0	5,556	4,965
3	VANGUARD INFLAT-PROT SECS-ADM 511		0	1,133	1,117
4	JPMORGAN HIGH YIELD FUND SS 3580		0	2,206	2,321
5	T ROWE PRICE INST FLOAT RATE 170		0	928	943
6	OPPENHEIMER DEVELOPING MKT-I 799		0	8,971	10,294
7	BLACKROCK GL L/S CREDIT-INS #1833		0	5,753	5,754
8	SPDR DJ WILSHIRE INTERNATIONAL REA		0	4,624	4,963
9	ROBECO BP LNG/SHRT RES-INS		0	1,219	1,235
10	NEUBERGER BERMAN LONG SH-INS #183		0	2,821	2,987
11	DODGE & COX INCOME FD COM 147		0	6,119	6,728
12	HARBOR CAPITAL APRCTION-INST 2012		0	12,947	18,909
13	MERGER FUND-INST #301		0	2,918	2,958
14	ARTISAN MID CAP FUND-INSTL 1333		0	7,197	7,717
15	MET WEST TOTAL RETURN BOND CL I 51		0	14,874	14,554
16	FID ADV EMER MKTS INC- CL I 607		0	9,579	10,093
17	T ROWE PRICE REAL ESTATE FD 122		0	8,831	8,772
18	EATON VANCE GLOBAL MACRO - I		0	4,962	4,962
19	DODGE & COX INTL STOCK FD 1048		0	4,449	6,164
20	AMER CENT SMALL CAP GRWTH INST 33		0	4,742	5,211
21	MFS VALUE FUND-CLASS I 893		0	13,914	18,520
22	JP MORGAN MID CAP VALUE-I 758		0	5,432	7,578
23	STERLING CAPITAL STRATTON SMALL CA		0	4,619	4,941
24	T ROWE PR OVERSEAS STOCK-I #521		0	5,818	5,818
25	ASG GLOBAL ALTERNATIVES-Y 1993		0	3,085	2,875
26	VANGUARD REIT VIPER		0	2,187	2,484

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

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

1	<u>Federal Excise Tax Refund</u>	1	<u>133</u>
2	<u>Total</u>	2	<u>133</u>

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

1	<u>Cost Basis Adjustment</u>	1	<u>108</u>
2	<u>Mutual Fund Timing Difference</u>	2	<u>12</u>
3	<u>PY Return of Capital Adjustment</u>	3	<u>70</u>
4	<u>Total</u>	4	<u>190</u>

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

Long Term CG Distributions														Short Term CG Distributions													
Amount														Amount													
2,573														0													
														61,624													
														0													
														4													
														57,518													
														4,110													
														0													
														0													
														0													
														4,110													
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses														
1 INV BALANCE RISK COMM S	00888Y508		8/25/2016	1/18/2017	1,686		0	1,650	16	0	0	0	-16														
2 AMER CENTRAL MAINT CAP GRN	025083320		7/24/2015	5/11/2016	1,687		0	2,054	-387	0	0	0	-387														
3 ARTISAN INTERNATIONAL FD	04314H402		10/8/2015	5/11/2016	271		0	273	-2	0	0	0	-2														
4 ARTISAN INTERNATIONAL FD	04314H402		8/26/2011	5/11/2016	519		0	379	140	0	0	0	140														
5 ARTISAN INTERNATIONAL FD	04314H402		8/26/2011	8/23/2016	2,345		0	1,690	655	0	0	0	655														
6 ARTISAN INTERNATIONAL FD	04314H402		8/26/2011	4/21/2017	4,087		0	2,989	1,098	0	0	0	1,098														
7 ARTISAN INTERNATIONAL FD	04314H402		1/18/2017	4/21/2017	1,859		0	1,839	120	0	0	0	120														
8 ARTISAN MID CAP FUND-INS	04314H600		6/20/2014	8/23/2016	391		0	447	-56	0	0	0	-56														
9 MET WEST TOTAL RETURN F	592905509		1/22/2015	8/23/2016	1,820		0	1,815	5	0	0	0	5														
10 MET WEST TOTAL RETURN F	592905509		5/11/2016	1/18/2017	1,572		0	1,620	-48	0	0	0	-48														
11 MET WEST TOTAL RETURN F	592905509		10/5/2016	1/18/2017	1,593		0	1,656	-63	0	0	0	-63														
12 MET WEST TOTAL RETURN F	592905509		4/22/2016	1/18/2017	2,802		0	2,871	-69	0	0	0	-69														
13 ASG GLOBAL ALTERNATIVES	738721885		7/12/2013	1/18/2017	286		0	248	38	0	0	0	38														
14 NEUBERGER BERMAN LONG	64128R608		6/20/2014	8/23/2016	1,488		0	1,513	-15	0	0	0	-15														
15 NEUBERGER BERMAN LONG	64128R608		6/20/2014	1/18/2017	1,348		0	1,332	16	0	0	0	16														
16 OPPENHEIMER DEVELOPING	683974604		8/10/2012	8/23/2016	164		0	160	4	0	0	0	4														
17 OPPENHEIMER DEVELOPING	683974604		7/24/2015	8/23/2016	1,231		0	1,255	-24	0	0	0	-24														
18 OPPENHEIMER DEVELOPING	683974604		8/26/2011	8/23/2016	1,491		0	1,399	92	0	0	0	92														
19 OPPENHEIMER DEVELOPING	683974604		10/8/2015	4/21/2017	501		0	437	64	0	0	0	64														
20 T ROWE PRICE INST FLOAT	77958B402		1/23/2014	1/18/2017	503		0	514	-11	0	0	0	-11														
21 T ROWE PRICE INST FLOAT	77958B402		4/14/2014	1/18/2017	830		0	870	-14	0	0	0	-14														
22 T ROWE PRICE INST FLOAT	77958B402		8/25/2016	1/18/2017	560		0	534	5	0	0	0	5														
23 T ROWE PRICE INST FLOAT	77958B402		4/22/2016	1/18/2017	71		0	69	2	0	0	0	2														
24 SPDR DJ WILSHIRE INTERNA	79463X863		8/24/2011	8/23/2016	1,418		0	1,183	225	0	0	0	225														
25 ARTISAN MID CAP FUND-INS	04314H600		7/24/2015	8/23/2016	275		0	316	-41	0	0	0	-41														
26 ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	8/23/2016	92		0	98	-6	0	0	0	-6														
27 BLACKROCK GL US CREDIT	091936732		10/27/2015	1/18/2017	193		0	198	-5	0	0	0	-5														
28 CREDIT SUISSE COMM RET	22544R305		10/20/2012	8/23/2016	196		0	330	-134	0	0	0	-134														
29 CREDIT SUISSE COMM RET	22544R305		5/10/2012	8/23/2016	210		0	333	-123	0	0	0	-123														
30 CREDIT SUISSE COMM RET	22544R305		2/11/2013	8/23/2016	126		0	206	-80	0	0	0	-80														
31 CREDIT SUISSE COMM RET	22544R305		5/9/2013	8/23/2016	521		0	804	-283	0	0	0	-283														
32 CREDIT SUISSE COMM RET	22544R305		1/23/2014	8/23/2016	1,045		0	1,045	325	0	0	0	325														
33 CREDIT SUISSE COMM RET	22544R305		1/23/2014	1/18/2017	120		0	168	-48	0	0	0	-48														
34 CREDIT SUISSE COMM RET	22544R305		1/22/2015	1/18/2017	789		0	1,012	123	0	0	0	123														
35 CREDIT SUISSE COMM RET	22544R305		4/16/2015	1/18/2017	240		0	275	-35	0	0	0	-35														
36 CREDIT SUISSE COMM RET	22544R305		11/10/2015	1/18/2017	265		0	248	16	0	0	0	16														
37 CREDIT SUISSE COMM RET	22544R305		1/22/2016	1/18/2017	185		0	157	28	0	0	0	28														
38 DODGE & COX INTL STOCK	256206103		1/22/2015	5/11/2016	362		0	444	-82	0	0	0	-82														
39 DODGE & COX INTL STOCK	256206103		1/22/2016	5/11/2016	91		0	85	6	0	0	0	6														
40 DODGE & COX INTL STOCK	256206103		10/14/2008	8/23/2016	1,520		0	1,105	415	0	0	0	415														
41 DODGE & COX INTL STOCK	256206103		1/14/2009	8/23/2016	892		0	474	418	0	0	0	418														
42 DODGE & COX INTL STOCK	256206103		2/27/2008	8/23/2016	494		0	222	272	0	0	0	272														
43 DODGE & COX INCOME FD C	256210105		8/14/2016	8/23/2016	678		0	617	11	0	0	0	11														
44 DODGE & COX INCOME FD C	256210105		7/24/2015	8/23/2016	2,916		0	2,847	69	0	0	0	69														
45 DODGE & COX INCOME FD C	256210105		10/11/2013	1/18/2017	1,176		0	1,196	10	0	0	0	10														
46 DODGE & COX INCOME FD C	256210105		7/24/2015	1/18/2017	284		0	284	0	0	0	0	0														
47 DODGE & COX INCOME FD C	256210105		11/10/2015	1/18/2017	422		0	418	4	0	0	0	4														
48 DODGE & COX INCOME FD C	256210105		5/11/2016	1/18/2017	461		0	463	-2	0	0	0	-2														
49 DODGE & COX INCOME FD C	256210105		10/5/2016	1/18/2017	806		0	818	12	0	0	0	12														
50 DODGE & COX INCOME FD C	256210105		9/26/2007	1/18/2017	419		0	389	30	0	0	0	30														
51 DODGE & COX INCOME FD C	256210105		9/26/2007	4/21/2017	1,030		0	948	82	0	0	0	82														
52 JP MORGAN MID CAP VALUE	339128100		6/20/2014	8/23/2016	399		0	404	-5	0	0	0	-5														
53 JP MORGAN MID CAP VALUE	339128100		7/24/2015	8/23/2016	163		0	164	-1	0	0	0	-1														
54 HARBOR CAPITAL APFCTION	411511504		9/28/2015	10/30/2016	184		0	188	0	0	0	0	0														
55 HARBOR CAPITAL APFCTION	411511504		10/28/2014	4/21/2017	171		0	171	0	0	0	0	0														
56 HARBOR CAPITAL APFCTION	411511504		8/28/2015	4/21/2017	226		0	226	0	0	0	0	0														
57 HARBOR CAPITAL APFCTION	411511504		8/29/2015	4/21/2017	188		0	187	1	0	0	0	1														
58 HARBOR CAPITAL APFCTION	411511504		10/24/2014	4/21/2017	106		0	101	5	0	0	0	5														
59 JPMORGAN HIGH YIELD FUN	4812C0803		1/23/2014	1/18/2017	479		0	521	-42	0	0	0	-42														
60 JPMORGAN HIGH YIELD FUN	4812C0803		12/19/2014	1/18/2017	3,107		0	3,178	-71	0	0	0	-71														
61 JPMORGAN HIGH YIELD FUN	4812C0803		8/25/2016	1/18/2017	1,106		0	1,098	8	0	0	0	8														
62 JPMORGAN HIGH YIELD FUN	4812C0803		4/22/2016	1/18/2017	57		0	55	2	0	0	0	2														
63 MFS VALUE FUND-CALIF I #	552963894		8/25/2016	1/18/2017	513		0	504	8	0	0	0	8														
64 SPDR DJ WILSHIRE INTERNA	79463X863		8/24/2011	10/30/2016	912		0	795	117	0	0	0	117														
65 SPDR DJ WILSHIRE INTERNA	79463X863		8/24/2011	4/21/2017	1,058		0	1,087	-8	0	0	0	-8														
66 STERLING CAPITAL STRATIT	85917K546		6/20/2014	5/11/2016	1,647		0	1,798	-151	0	0	0	-151														
67 VANGUARD INFLAT-PROT SE	922031737		8/25/2016	1/18/2017	333		0	350	-17	0	0	0	-17														
68 VANGUARD REIT VIPER	922908553		7/22/2015	8/23/2016	535		0	469	66	0	0	0	66														
69 VANGUARD REIT VIPER	922908553		12/17/2010	8/23/2016	3,121		0	1,698	1,423	0	0	0	1,423														

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

Amount													
Long Term CG Distributions		2,573											
Short Term CG Distributions		0											
		81,624											
		0											
		4											
		57,518											
		4,110											
		0											
		0											
		4,110											
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
70 VANGUARD REIT VIPER	922908553		12/17/2010	10/3/2016	2,222		0	1,262	960	0	0	0	960

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

										2,704	0	0
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 D		100 N Main St MAC D4001-117	Winston Salem	NC	27101				2,704			

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

	Date		Amount
1 Credit from prior year return		1	19
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	19

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.