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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
BATEMAN P/SC FDN

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

Foreign country name Foreign province/state/country 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) **\$ 625,683**

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
59-6149634

B Telephone number (see instructions)
(888) 730-4933

C If exemption application is pending, check here ☐

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

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

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	11,748	11,748		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	21,294			
	b Gross sales price for all assets on line 6a 307,955				
	7 Capital gain net income (from Part IV, line 2)		21,294		
	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	33,042	33,042	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,969	7,477		2,492
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,106			1,106
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	104	104		
	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	11,179	7,581	0	3,598
	25 Contributions, gifts, grants paid	30,000			30,000
26 Total expenses and disbursements. Add lines 24 and 25	41,179	7,581	0	33,598	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-8,137				
b Net investment income (if negative, enter -0-)		25,461			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see Instructions.

Form 990-PF (2016)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	21,805	27,373	27,373
	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)	542,292	528,258	598,310	
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)	564,097	555,631	625,683	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	564,097	555,631	
	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)	564,097	555,631		
31 Total liabilities and net assets/fund balances (see instructions)	564,097	555,631		

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	564,097
2 Enter amount from Part I, line 27a	2	-8,137
3 Other increases not included in line 2 (itemize) ▶ <u>Federal Excise Tax Refund</u>	3	339
4 Add lines 1, 2, and 3	4	556,299
5 Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	668
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	555,631

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	21,294
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	24,632	616,584	0.039949
2014	29,759	653,152	0.045562
2013	29,742	640,021	0.046470
2012	29,397	621,721	0.047283
2011	28,766	622,694	0.046196

2	Total of line 1, column (d)	2	0.225460
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	0.045092
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	614,277
5	Multiply line 4 by line 3	5	27,699
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	255
7	Add lines 5 and 6	7	27,954
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	33,598

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	255	
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	255	
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	255	
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	151	
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	151	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	104	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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) <input type="checkbox"/> FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <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?	13	X
Website address ► N/A		
14 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?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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		
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 <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	N/A	
	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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<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?		6b		X
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<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?		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 SEE ATTACHED	9,969		

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	593,150
b	Average of monthly cash balances	1b	30,481
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	623,631
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	623,631
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	9,354
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	614,277
6	Minimum investment return. Enter 5% of line 5	6	30,714

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	30,714
2a	Tax on investment income for 2016 from Part VI, line 5	2a	255
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	255
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	30,459
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	30,459
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	30,459

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	33,598
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	33,598
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	255
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,343

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				30,459
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			28,344	
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 ▶ \$ 33,598				
a Applied to 2015, but not more than line 2a			28,344	
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				5,254
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				25,205
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	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 <i>Paid during the year</i> See Attached Statement				
Total			3a	30,000
b <i>Approved for future payment</i> NONE				
Total			3b	0

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


- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.


	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

(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			May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	 SVP Wells Fargo Bank N.A.	7/24/2017	SVP Wells Fargo Bank N A	
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name JOSEPH J CASTRIANO	Preparer's signature 	Date 7/24/2017	Check <input checked="checked" type="checkbox"/> if self-employed	PTIN P01251603
	Firm's name ▶ PricewaterhouseCoopers, LLP			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

FLORIDA MEMORIAL UNIVERSITY INC

Street

15800 NW 42ND AVE

City

MIAMI GARDENS

State

FL

Zip Code

33054

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

25,000

Name

ST THOMAS UNIVERSITY

Street

16401 NW 37TH AVE

City

MIAMI GARDENS

State

FL

Zip Code

33054

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

5,000

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

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

Amount		Check "X" if		Totals		Gross		Cost or Other Basis		Expenses		Net Gain		
Long Term CG Distributions		to include		Capital Gains/Losses		Sales		Depreciation and Adjustments		Net Gain or Loss		21,294		
Short Term CG Distributions		in Part IV		Other sales		307,955		286,661		0		0		
Description	CUSIP #	Check "X" if 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 DODGE & COX INTL STOCK	256208103	X				10/20/2011	8/24/2016	5,849	4,870				0	1,179
2 DODGE & COX INTL STOCK	256208103	X				5/10/2012	8/24/2016	3,185	2,558				0	627
3 DODGE & COX INTL STOCK	256208103	X				1/22/2018	8/24/2016	1,881	1,595				0	286
4 DODGE & COX INTL STOCK	256208103	X				8/15/2016	1/19/2017	511	494				0	17
5 DODGE & COX INTL STOCK	256208103	X				9/15/2016	2/27/2017	1,006	950				0	56
6 DODGE & COX INCOME FD C	256210105	X				8/13/2015	8/24/2016	2,246	2,209				0	37
7 DODGE & COX INCOME FD C	256210105	X				7/23/2015	8/24/2016	11,178	10,922				0	256
8 DODGE & COX INCOME FD C	256210105	X				10/11/2013	9/15/2018	4,175	4,058				0	117
9 AQR MANAGED FUTURES ST	00203H859	X				8/28/2016	2/27/2017	791	844				0	-53
10 INV BALANCE RISK COMM S	008887508	X				8/28/2016	1/19/2017	6,278	6,247				0	30
11 AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	5/11/2018	5,805	7,231				0	-1,426
12 AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	1/19/2017	908	840				0	68
13 AMER CENT SMALL CAP GRV	025083320	X				7/23/2015	2/27/2017	1,301	1,273				0	28
14 ARTISAN INTERNATIONAL FT	04314H402	X				11/13/2015	5/11/2016	215	221				0	-6
15 ARTISAN INTERNATIONAL FT	04314H402	X				1/22/2018	5/11/2016	992	941				0	51
16 ARTISAN INTERNATIONAL FT	04314H402	X				8/26/2011	5/11/2016	1,687	1,219				0	468
17 ARTISAN INTERNATIONAL FT	04314H402	X				8/26/2011	8/24/2016	8,654	6,408				0	2,246
18 ARTISAN INTERNATIONAL FT	04314H402	X				9/15/2016	2/27/2017	1,032	1,071				0	-39
19 ARTISAN INTERNATIONAL FT	04314H402	X				8/26/2011	4/21/2017	15,458	11,306				0	4,151
20 ARTISAN INTERNATIONAL FT	04314H402	X				9/15/2016	4/21/2017	5,081	5,083				0	-2
21 ARTISAN INTERNATIONAL FT	04314H402	X				1/19/2017	4/21/2017	1,598	1,514				0	84
22 ARTISAN MID CAP FUND-INS	04314H600	X				8/20/2014	8/24/2016	1,426	1,645				219	0
23 ARTISAN MID CAP FUND-INS	04314H600	X				1/22/2015	8/24/2016	1,280	1,382				102	0
24 ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	8/24/2016	80	75				0	5
25 ARTISAN MID CAP FUND-INS	04314H600	X				7/12/2014	2/27/2017	1,359	1,824				0	-265
26 ARTISAN MID CAP FUND-INS	04314H600	X				2/13/2015	2/27/2017	284	318				0	-34
27 BLACKROCK GL LS CREDIT	091936732	X				10/27/2015	1/19/2017	366	374				0	-8
28 BLACKROCK GL LS CREDIT	091936732	X				10/27/2015	2/27/2017	675	686				0	-11
29 CREDIT SUISSE COMM RET	22544R305	X				10/20/2011	8/24/2016	848	1,442				0	-594
30 CREDIT SUISSE COMM RET	22544R305	X				5/10/2012	8/24/2016	1,271	2,041				0	-770
31 CREDIT SUISSE COMM RET	22544R305	X				1/12/2012	8/24/2016	488	618				0	-331
32 CREDIT SUISSE COMM RET	22544R305	X				2/11/2013	8/24/2016	649	1,072				0	-423
33 CREDIT SUISSE COMM RET	22544R305	X				7/12/2013	8/24/2016	2,414	3,813				0	-1,199
34 CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	8/24/2016	1,288	1,891				0	-603
35 CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	1/19/2017	1,930	2,718				0	-788
36 CREDIT SUISSE COMM RET	22544R305	X				1/22/2015	1/19/2017	2,728	3,112				0	-384
37 CREDIT SUISSE COMM RET	22544R305	X				1/11/2015	1/19/2017	1,228	1,134				0	94
38 CREDIT SUISSE COMM RET	22544R305	X				1/22/2016	1/19/2017	570	482				0	88
39 DODGE & COX INTL STOCK	256208103	X				1/11/2015	5/11/2016	674	742				0	-68
40 DODGE & COX INTL STOCK	256208103	X				1/22/2016	5/11/2016	1,070	1,005				0	65
41 DODGE & COX INCOME FD C	256210105	X				7/23/2015	8/15/2016	4,029	3,951				0	78
42 DODGE & COX INCOME FD C	256210105	X				5/11/2016	9/15/2018	1,982	1,947				0	35
43 DODGE & COX INCOME FD C	256210105	X				1/4/2008	8/15/2016	9,761	8,820				0	941
44 DODGE & COX INCOME FD C	256210105	X				10/5/2016	2/27/2017	834	940				0	-106
45 DODGE & COX INCOME FD C	256210105	X				10/5/2016	4/21/2017	3,979	3,708				0	271
46 DODGE & COX INCOME FD C	256210105	X				1/19/2017	4/21/2017	440	436				0	4
47 EATON VANCE GLOBAL MAG	277923728	X				10/27/2015	4/21/2017	456	458				0	-2
48 FID ADV EMER MKTS INC-CL	315820702	X				8/26/2016	2/27/2017	1,449	1,457				0	-8
49 JP MORGAN MID CAP VALUE	339128100	X				7/23/2015	8/24/2016	362	368				0	-6
50 JP MORGAN MID CAP VALUE	339128100	X				8/20/2014	8/24/2016	1,840	1,889				29	0
51 JP MORGAN MID CAP VALUE	339128100	X				8/20/2014	2/27/2017	80	89				0	9
52 JP MORGAN MID CAP VALUE	339128100	X				8/14/2015	2/27/2017	371	362				0	9
53 JP MORGAN MID CAP VALUE	339128100	X				7/12/2014	2/27/2017	1,338	1,305				0	33
54 HARBOR CAPITAL APFRTION	411511504	X				10/26/2014	10/30/2016	613	609				0	4
55 HARBOR CAPITAL APFRTION	411511504	X				10/4/2016	1/19/2017	589	613				0	-25
56 HARBOR CAPITAL APFRTION	411511504	X				8/26/2016	1/19/2017	3,058	3,152				0	-94
57 HARBOR CAPITAL APFRTION	411511504	X				10/26/2014	2/27/2017	3,761	3,715				0	46
58 HARBOR CAPITAL APFRTION	411511504	X				10/24/2014	2/27/2017	1,356	1,327				0	29
59 HARBOR CAPITAL APFRTION	411511504	X				10/24/2014	4/21/2017	691	682				0	9
60 JPMORGAN HIGH YIELD FUN	4812C0803	X				1/23/2014	1/19/2017	986	1,051				0	-65
61 JPMORGAN HIGH YIELD FUN	4812C0803	X				12/18/2014	1/19/2017	11,297	11,556				0	-259
62 JPMORGAN HIGH YIELD FUN	4812C0803	X				7/23/2015	1/19/2017	1,106	1,122				0	-16
63 JPMORGAN HIGH YIELD FUN	4812C0803	X				8/26/2016	1/19/2017	4,224	4,201				0	23
64 JPMORGAN HIGH YIELD FUN	4812C0803	X				4/22/2016	1/19/2017	243	232				0	11
65 JPMORGAN HIGH YIELD FUN	4812C0803	X				4/22/2016	4/21/2017	350	333				0	17
66 MFS VALUE FUND-CLASS I #	552683694	X				8/26/2016	1/19/2017	7,841	7,727				0	114
67 MFS VALUE FUND-CLASS I #	552683694	X				8/20/2014	2/27/2017	4,179	3,829				0	350
68 MFS VALUE FUND-CLASS I #	552683694	X				7/14/2014	2/27/2017	756	689				0	67
69 MERGER FUND-INST #301	589502707	X				10/20/2011	2/27/2017	842	845				0	-3
70 MET WEST TOTAL RETURN F	592005509	X				1/22/2015	8/24/2016	8,916	8,897				0	19
71 MET WEST TOTAL RETURN F	592005509	X				1/22/2016	9/15/2018	25,658	25,728				21	-49
72 MET WEST TOTAL RETURN F	592005509	X				7/23/2015	8/15/2016	6,242	6,138				0	104

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

Long Term CG Distributions		Amount	Capital Gains/Losses										Gross Sales		Cost or Other Basis Expenses Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions		11,057	Other sales										307,955		788,661		21,294	
		0											0		0		0	
Description	CUSIP #	Check "X" if 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				
73. MET WEST TOTAL RETURN F	592905509	X				5/11/2018	2/27/2017	1,358	1,393					-37				
74. ASG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	1/19/2017	442	494					-52				
75. ASG GLOBAL ALTERNATIVES	638721885	X				7/12/2013	2/27/2017	648	713					-65				
76. NEUBERGER BERMAN LONG	641289608	X				8/20/2014	8/24/2018	5,564	5,625					-61				
77. NEUBERGER BERMAN LONG	641289608	X				8/20/2014	9/15/2018	4,739	4,810					-71				
78. NEUBERGER BERMAN LONG	641289608	X				8/20/2014	2/27/2017	670	846					-176				
79. OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	8/24/2018	9,713	10,656				472	-473				
80. OPPENHEIMER DEVELOPING	683974604	X				2/11/2013	8/24/2018	969	1,051				82	0				
81. OPPENHEIMER DEVELOPING	683974604	X				2/14/2014	1/19/2017	856	855				0	-99				
82. OPPENHEIMER DEVELOPING	683974604	X				2/14/2014	2/27/2017	2,440	2,608				0	-168				
83. OPPENHEIMER DEVELOPING	683974604	X				2/14/2014	4/21/2017	1,037	1,055				0	-28				
84. T ROWE PRICE INST FLOAT	779588402	X				1/23/2014	1/19/2017	1,751	1,789				0	-38				
85. T ROWE PRICE INST FLOAT	779588402	X				4/24/2014	1/19/2017	3,336	3,386				0	-50				
86. T ROWE PRICE INST FLOAT	779588402	X				4/22/2018	1/19/2017	2,318	2,272				0	44				
87. T ROWE PRICE REAL ESTAT	779919109	X				12/24/2015	8/24/2018	328	302				0	26				
88. T ROWE PRICE REAL ESTAT	779919109	X				12/24/2015	9/15/2018	5,720	5,427				0	293				
89. T ROWE PRICE REAL ESTAT	779919109	X				1/18/2017	2/27/2017	1,549	1,504				0	45				
90. SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	8/24/2018	5,216	4,837				0	379				
91. SPDR DJ WILSHIRE INTERNA	78463X863	X				5/23/2011	10/3/2018	1,492	1,427				0	65				
92. SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	10/3/2018	1,806	1,683				0	243				
93. SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	2/27/2017	896	898				0	-28				
94. SPDR DJ WILSHIRE INTERNA	78463X863	X				8/24/2011	4/21/2017	343	325				0	18				
95. STERLING CAPITAL STRATT	85917K546	X				8/20/2014	5/11/2018	8,159	6,722				0	-563				
96. STERLING CAPITAL STRATT	85917K546	X				8/20/2014	1/19/2017	1,068	1,016				0	52				
97. STERLING CAPITAL STRATT	85917K546	X				8/20/2014	2/27/2017	1,202	1,094				0	108				
98. VANGUARD INFLAT-PROT SE	922031737	X				8/26/2016	9/15/2018	2,013	2,021				0	-8				
99. VANGUARD INFLAT-PROT SE	922031737	X				4/22/2016	9/15/2018	736	722				0	14				
100. VANGUARD REIT VIPER	922908553	X				7/21/2015	8/24/2018	2,829	2,496				0	331				
101. VANGUARD REIT VIPER	922908553	X				12/17/2010	8/24/2018	10,874	5,974				0	4,900				
102. VANGUARD REIT VIPER	922908553	X				9/15/2018	10/3/2018	6,867	6,813				0	54				
103. VANGUARD REIT VIPER	922908553	X				12/17/2010	10/3/2018	2,222	1,853				0	369				

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

		1,106	0	0	1,106
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,106			1,106

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

		104	104	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	104	104		

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

		542,292	528,258	598,310
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
1	Asset Description	Basis of Valuation		
2	DODGE & COX INCOME FD COM 147		0	24,693
3	HARBOR CAPITAL APRCTON-INST 2012		0	69,517
4	MERGER FUND-INST #301		0	10,517
5	ARTISAN MID CAP FUND-INSTL 1333		0	28,018
6	MET WEST TOTAL RETURN BOND CL I 51		0	53,441
7	FID ADV EMER MKTS INC- CL I 607		0	37,109
8	T ROWE PRICE REAL ESTATE FD 122		0	32,227
9	EATON VANCE GLOBAL MACRO - I		0	18,320
10	DODGE & COX INT'L STOCK FD 1048		0	22,653
11	AMER CENT SMALL CAP GRWTH INST 33		0	18,906
12	MFS VALUE FUND-CLASS I 893		0	68,279
13	JP MORGAN MID CAP VALUE-I 758		0	27,384
14	STERLING CAPITAL STRATTON SMALL C		0	18,579
15	T ROWE PR OVERSEAS STOCK-I #521		0	21,354
16	ASG GLOBAL ALTERNATIVES-Y 1993		0	10,504
17	VANGUARD REIT VIPER		0	8,859
18	AQR MANAGED FUTURES STR-I		0	18,228
19	VANGUARD INFLAT-PROT SECS-ADM 511		0	4,281
20	JPMORGAN HIGH YIELD FUND SS 3580		0	8,564
21	T ROWE PRICE INST FLOAT RATE 170		0	3,615
22	OPPENHEIMER DEVELOPING MKT-I 799		0	37,771
23	BLACKROCK GL L/S CREDIT-INS #1833		0	21,456
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	18,288
25	ROBECO BP LNG/SHRT RES-INS		0	4,825
26	NEUBERGER BERMAN LONG SH-INS #183		0	10,922

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	339
2	Total	2	339

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

1	Mutual Fund Timing Difference	1	38
2	PY Return of Capital Adjustment	2	262
3	Cost Basis Adjustment	3	368
4	Total	4	668

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

Long Term CG Distributions		11,057	Short Term CG Distributions		0	296,898		0	931	287,592	10,237	0	0	0	10,237
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	Gain Minus Excess FMV Over Adj. Basis or Losses	
1	DODGE & COX INTL STOCK	256206103		10/20/2011	8/24/2016	5,849		0	4,670	1,179	0	0	0	1,179	
2	DODGE & COX INTL STOCK	256206103		5/10/2012	8/24/2016	3,185		0	2,558	627	0	0	0	627	
3	DODGE & COX INTL STOCK	256206103		1/22/2016	8/24/2016	1,881		0	1,595	286	0	0	0	286	
4	DODGE & COX INTL STOCK	256206103		9/15/2016	1/19/2017	511		0	494	17	0	0	0	17	
5	DODGE & COX INTL STOCK	256206103		9/15/2016	2/27/2017	1,006		0	950	56	0	0	0	56	
6	DODGE & COX INCOME FD C	256210105		8/13/2015	8/24/2016	2,746		0	2,209	537	0	0	0	537	
7	DODGE & COX INCOME FD C	256210105		7/23/2015	8/24/2016	11,175		0	10,922	256	0	0	0	256	
8	DODGE & COX INCOME FD C	256210105		10/11/2013	9/15/2016	4,175		0	4,058	117	0	0	0	117	
9	AQR MANAGED FUTURES S1	00203H859		8/29/2016	2/27/2017	791		0	844	-53	0	0	0	-53	
10	INV BALANCE RISK COMM S1	00888Y508		8/25/2016	1/19/2017	6,278		0	6,242	36	0	0	0	36	
11	AMER CENT SMALL CAP GRV	025083320		7/23/2015	5/11/2016	5,805		0	7,231	-1,426	0	0	0	-1,426	
12	AMER CENT SMALL CAP GRV	025083320		7/23/2015	1/19/2017	908		0	940	-32	0	0	0	-32	
13	AMER CENT SMALL CAP GRV	025083320		7/23/2015	2/27/2017	1,301		0	1,273	28	0	0	0	28	
14	ARTISAN INTERNATIONAL FC	04314H402		11/13/2015	5/11/2016	215		0	221	-6	0	0	0	-6	
15	ARTISAN INTERNATIONAL FC	04314H402		1/22/2016	5/11/2016	992		0	841	151	0	0	0	151	
16	ARTISAN INTERNATIONAL FC	04314H402		8/25/2011	5/11/2016	1,667		0	1,219	448	0	0	0	448	
17	ARTISAN INTERNATIONAL FC	04314H402		8/25/2011	8/24/2016	8,854		0	6,408	2,446	0	0	0	2,446	
18	ARTISAN INTERNATIONAL FC	04314H402		9/15/2016	2/27/2017	1,032		0	1,071	-39	0	0	0	-39	
19	ARTISAN INTERNATIONAL FC	04314H402		8/26/2011	4/21/2017	15,459		0	11,308	4,151	0	0	0	4,151	
20	ARTISAN INTERNATIONAL FC	04314H402		9/15/2016	4/21/2017	5,081		0	5,083	-2	0	0	0	-2	
21	ARTISAN INTERNATIONAL FC	04314H402		1/19/2017	4/21/2017	1,598		0	1,514	84	0	0	0	84	
22	ARTISAN MID CAP FUND-INS	04314H600		8/20/2014	8/24/2016	1,426		219	1,645	-219	0	0	0	-219	
23	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	8/24/2016	1,280		102	1,382	-102	0	0	0	-102	
24	ARTISAN MID CAP FUND-INS	04314H600		2/11/2013	8/24/2016	80		0	75	5	0	0	0	5	
25	ARTISAN MID CAP FUND-INS	04314H600		7/12/2014	2/27/2017	1,359		0	1,624	-265	0	0	0	-265	
26	ARTISAN MID CAP FUND-INS	04314H600		2/13/2015	2/27/2017	284		0	318	-34	0	0	0	-34	
27	BLACKROCK GL US CREDIT	091936732		10/27/2015	1/19/2017	366		0	374	-8	0	0	0	-8	
28	BLACKROCK GL US CREDIT	091936732		10/27/2015	2/27/2017	675		0	686	-11	0	0	0	-11	
29	CREDIT SUISSE COMM RET	22544R305		10/20/2011	8/24/2016	848		0	1,442	-594	0	0	0	-594	
30	CREDIT SUISSE COMM RET	22544R305		5/10/2012	8/24/2016	1,271		0	2,041	-770	0	0	0	-770	
31	CREDIT SUISSE COMM RET	22544R305		11/21/2012	8/24/2016	498		0	819	-331	0	0	0	-331	
32	CREDIT SUISSE COMM RET	22544R305		2/11/2013	8/24/2016	649		0	1,072	-423	0	0	0	-423	
33	CREDIT SUISSE COMM RET	22544R305		7/12/2013	8/24/2016	2,414		0	3,613	-1,199	0	0	0	-1,199	
34	CREDIT SUISSE COMM RET	22544R305		1/23/2014	8/24/2016	1,288		0	1,891	-603	0	0	0	-603	
35	CREDIT SUISSE COMM RET	22544R305		1/23/2014	1/19/2017	1,930		0	2,718	-788	0	0	0	-788	
36	CREDIT SUISSE COMM RET	22544R305		1/22/2015	1/19/2017	2,728		0	3,112	-384	0	0	0	-384	
37	CREDIT SUISSE COMM RET	22544R305		11/13/2015	1/19/2017	1,228		0	1,134	94	0	0	0	94	
38	CREDIT SUISSE COMM RET	22544R305		1/22/2016	1/19/2017	570		0	482	88	0	0	0	88	
39	DODGE & COX INTL STOCK	256206103		11/13/2015	5/11/2016	674		0	742	-68	0	0	0	-68	
40	DODGE & COX INTL STOCK	256206103		1/22/2016	5/11/2016	1,070		0	1,006	65	0	0	0	65	
41	DODGE & COX INCOME FD C	256210105		7/23/2015	9/15/2016	4,029		0	3,951	78	0	0	0	78	
42	DODGE & COX INCOME FD C	256210105		5/11/2016	9/15/2016	1,982		0	1,947	35	0	0	0	35	
43	DODGE & COX INCOME FD C	256210105		1/4/2008	9/15/2016	9,761		0	8,820	941	0	0	0	941	
44	DODGE & COX INCOME FD C	256210105		10/5/2016	2/27/2017	934		0	940	-6	0	0	0	-6	
45	DODGE & COX INCOME FD C	256210105		10/5/2016	4/21/2017	3,878		0	3,706	172	0	0	0	172	
46	DODGE & COX INCOME FD C	256210105		1/19/2017	4/21/2017	440		0	436	4	0	0	0	4	
47	EATON VANCE GLOBAL MAC	277923728		10/27/2015	4/21/2017	456		0	458	-2	0	0	0	-2	
48	FID ADV EMER MKTS INC. CI	315920702		8/26/2016	2/27/2017	1,449		0	1,457	-8	0	0	0	-8	
49	JP MORGAN MID CAP VALUE	339128100		7/23/2015	8/24/2016	362		6	368	-6	0	0	0	-6	
50	JP MORGAN MID CAP VALUE	339128100		8/20/2014	8/24/2016	1,840		29	1,869	-29	0	0	0	-29	
51	JP MORGAN MID CAP VALUE	339128100		6/20/2014	2/27/2017	90		0	89	1	0	0	0	1	
52	JP MORGAN MID CAP VALUE	339128100		8/14/2015	2/27/2017	371		0	362	9	0	0	0	9	
53	JP MORGAN MID CAP VALUE	339128100		7/12/2014	2/27/2017	1,338		0	1,305	33	0	0	0	33	
54	HARBOR CAPITAL APRTION	411511504		10/28/2014	10/3/2016	613		0	609	4	0	0	0	4	
55	HARBOR CAPITAL APRTION	411511504		10/4/2016	1/19/2017	588		0	613	-25	0	0	0	-25	
56	HARBOR CAPITAL APRTION	411511504		8/25/2016	1/19/2017	3,058		0	3,152	-94	0	0	0	-94	
57	HARBOR CAPITAL APRTION	411511504		10/28/2014	2/27/2017	3,761		0	3,713	48	0	0	0	48	
58	HARBOR CAPITAL APRTION	411511504		10/24/2014	2/27/2017	1,359		0	1,327	32	0	0	0	32	
59	HARBOR CAPITAL APRTION	411511504		10/24/2014	4/21/2017	691		0	682	9	0	0	0	9	
60	JPMORGAN HIGH YIELD FUN	4812C0803		1/23/2014	1/19/2017	956		0	1,051	-95	0	0	0	-95	
61	JPMORGAN HIGH YIELD FUN	4812C0803		12/19/2014	1/19/2017	11,297		0	11,556	-259	0	0	0	-259	
62	JPMORGAN HIGH YIELD FUN	4812C0803		7/23/2015	1/19/2017	1,108		0	1,122	-14	0	0	0	-14	
63	JPMORGAN HIGH YIELD FUN	4812C0803		8/26/2016	1/19/2017	4,224		0	4,201	23	0	0	0	23	
64	JPMORGAN HIGH YIELD FUN	4812C0803		4/22/2016	1/19/2017	243		0	232	11	0	0	0	11	
65	JPMORGAN HIGH YIELD FUN	4812C0803		4/22/2016	4/21/2017	350		0	333	17	0	0	0	17	
66	MFS VALUE FUND-CLASS I #	552983694		8/26/2016	1/19/2017	7,841		0	7,727	114	0	0	0	114	
67	MFS VALUE FUND-CLASS I #	552983694		8/20/2014	2/27/2017	4,179		0	3,823	356	0	0	0	356	
68	MFS VALUE FUND-CLASS I #	552983694		7/14/2014	2/27/2017	689		0	689	0	0	0	0	0	
69	MERGER FUND-INST #301	589509207		10/20/2011	2/27/2017	842		0	848	-6	0	0	0	-6	

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

Schedule 13F - Supplemental Data - Schedule 13F for Tax on Investment Income													
Amount													
Long Term CG Distributions	11,057												
Short Term CG Distributions	0												
				295,898	0	931	287,592	10,237	0	0	0	10,237	
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	Gain Versus Excess FMV Over Adj Basis or Losses
70. MET WEST TOTAL RETURN E	5929055509		1/22/2015	8/24/2016	6,916		0	6,897	19	0	0	0	19
71. MET WEST TOTAL RETURN E	5929055509		1/22/2015	9/15/2016	25,896		21	25,726	49	0	0	0	49
72. MET WEST TOTAL RETURN E	5929055509		7/23/2015	9/15/2016	8,342		0	8,136	108	0	0	0	108
73. MET WEST TOTAL RETURN E	5929055509		5/11/2016	2/27/2017	1,356		0	1,393	-37	0	0	0	-37
74. ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	1/19/2017	442		0	494	-52	0	0	0	-52
75. ASG GLOBAL ALTERNATIVES	638721885		7/12/2013	2/27/2017	648		0	713	-65	0	0	0	-65
76. NEUBERGER BERMAN LONG	64128R608		6/20/2014	8/24/2016	5,564		0	5,625	-61	0	0	0	-61
77. NEUBERGER BERMAN LONG	64128R608		6/20/2014	9/15/2016	4,739		0	4,810	-71	0	0	0	-71
78. NEUBERGER BERMAN LONG	64128R608		6/20/2014	2/27/2017	870		0	846	24	0	0	0	24
79. OPPENHEIMER DEVELOPING	683974604		1/23/2014	8/24/2016	9,713		472	10,658	-473	0	0	0	-473
80. OPPENHEIMER DEVELOPING	683974604		2/11/2013	8/24/2016	969		82	1,051	0	0	0	0	0
81. OPPENHEIMER DEVELOPING	683974604		2/14/2014	1/19/2017	955		0	955	-99	0	0	0	-99
82. OPPENHEIMER DEVELOPING	683974604		2/14/2014	2/27/2017	2,440		0	2,608	-168	0	0	0	-168
83. OPPENHEIMER DEVELOPING	683974604		2/14/2014	4/21/2017	1,037		0	1,065	-28	0	0	0	-28
84. T ROWE PRICE INST FLOAT	77958B402		1/23/2014	1/19/2017	1,751		0	1,789	-38	0	0	0	-38
85. T ROWE PRICE INST FLOAT	77958B402		4/24/2014	1/19/2017	3,336		0	3,386	-50	0	0	0	-50
86. T ROWE PRICE INST FLOAT	77958B402		4/22/2016	1/19/2017	2,316		0	2,272	44	0	0	0	44
87. T ROWE PRICE REAL ESTAT	779919109		12/24/2015	8/24/2016	328		0	302	26	0	0	0	26
88. T ROWE PRICE REAL ESTAT	779919109		12/24/2015	9/15/2016	5,720		0	5,427	293	0	0	0	293
89. T ROWE PRICE REAL ESTAT	779919109		1/19/2017	2/27/2017	1,549		0	1,594	-45	0	0	0	-45
90. SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011	8/24/2016	5,218		0	4,637	379	0	0	0	379
91. SPDR DJ WILSHIRE INTERNA	78463X863		5/23/2011	10/30/2016	1,452		0	1,427	65	0	0	0	65
92. SPDR DJ WILSHIRE INTERNA	78463X863		8/24/2011	10/30/2016	1,096		0	1,663	-243	0	0	0	-243
93. SPDR DJ WILSHIRE INTERNA	78463X863		8/24/2011	2/27/2017	1,896		0	868	28	0	0	0	28
94. SPDR DJ WILSHIRE INTERNA	78463X863		8/24/2011	4/21/2017	343		0	325	18	0	0	0	18
95. STERLING CAPITAL STRATT	85917K546		6/20/2014	5/11/2016	6,159		0	6,722	-563	0	0	0	-563
96. STERLING CAPITAL STRATT	85917K546		6/20/2014	1/19/2017	1,068		0	1,019	52	0	0	0	52
97. STERLING CAPITAL STRATT	85917K546		6/20/2014	2/27/2017	1,202		0	1,094	108	0	0	0	108
98. VANGUARD INFLAT-PROT SE	922031737		8/29/2018	9/15/2016	2,013		0	2,021	-8	0	0	0	-8
99. VANGUARD INFLAT-PROT SE	922031737		4/22/2016	9/15/2016	736		0	722	14	0	0	0	14
100. VANGUARD REIT VIPER	922908553		7/17/2015	8/24/2016	2,859		0	2,496	331	0	0	0	331
101. VANGUARD REIT VIPER	922908553		12/17/2010	8/24/2016	10,874		0	5,974	4,900	0	0	0	4,900
102. VANGUARD REIT VIPER	922908553		9/15/2016	10/30/2016	6,667		0	6,613	54	0	0	0	54
103. VANGUARD REIT VIPER	922908553		12/17/2010	10/30/2016	2,222		0	1,263	959	0	0	0	959

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

											9,969	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	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	9,969			

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

	Date	Amount
1 Credit from prior year return	1	151
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	151

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	28,344
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	28,344

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.