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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2016**Open to Public Inspection**

For calendar year 2016 or tax year beginning

06/01, 2016, and ending

05/31, 2017

Name of foundation

CECILIA YOUNG WILLARD HELPING FUND

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

P O BOX 831041

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

DALLAS, TX 75283-1041

A Employer identification number

74-6350893

B Telephone number (see instructions)

800-357-7094

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 ☐

G Check all that apply:

☐ Initial return☐ Final return☒ Address change☐ Initial return of a former public charity☐ Amended return☒ 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) ▶ \$ 5,227,683.

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

(Part I, column (d) must be on cash basis)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	109,802.	106,302.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	465,350.			
b Gross sales price for all assets on line 6a 3,718,162.				
7 Capital gain net income (from Part IV, line 2)		465,350.		
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)	2,275.			STMT 2
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	577,427.	571,652.		
13 Compensation of officers, directors, trustees, etc.	42,218.	25,331.		16,887.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	2,950.			2,950.
17 Interest				
18 Taxes (attach schedule) (see instructions)	3,770.	1,223.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	2,062.	2,062.		
24 Total operating and administrative expenses. Add lines 13 through 23.	51,000.	28,616.	NONE	19,837.
25 Contributions, gifts, grants paid	168,255.			168,255.
26 Total expenses and disbursements. Add lines 24 and 25	219,255.	28,616.	NONE	188,092.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	358,172.			
b Net investment income (if negative, enter -0-)		543,036.		
c Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

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P 8

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	58,690.	1,498,700.	1,498,700.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)	208,063.	203,127.	206,566.	
	b	Investments - corporate stock (attach schedule)	1,078,716.	2,106,140.	2,782,975.	
	c	Investments - corporate bonds (attach schedule)	458,361.	738,647.	739,442.	
	11	Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans	2,138.				
13	Investments - other (attach schedule)	2,397,730.				
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)	4,203,698.	4,546,614.	5,227,683.		
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)		NONE			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds	794.	4,546,614.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .	4,202,904.			
	30	Total net assets or fund balances (see instructions)	4,203,698.	4,546,614.		
	31	Total liabilities and net assets/fund balances (see instructions)	4,203,698.	4,546,614.		

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	4,203,698.
2	Enter amount from Part I, line 27a	2	358,172.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,561,870.
5	Decreases not included in line 2 (itemize) ▶ NET BASIS ADJUSTMENT/TIMING DIFFERENCE	5	15,256.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,546,614.

Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (e.g., real estate,
2-story brick warehouse; or common stock, 200 shs. MLC Co.)(b) How
acquired:
P - Purchase
D - Donation(c) Date acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)**1 a PUBLICLY TRADED SECURITIES**

b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,718,162.		3,252,812.	465,350.
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			465,350.
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	465,350.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	204,702.	4,239,517.	0.048284
2014	192,934.	4,226,208.	0.045652
2013	185,875.	4,114,731.	0.045173
2012	216,360.	3,974,718.	0.054434
2011	206,947.	4,085,838.	0.050650

2 Total of line 1, column (d)	2	0.244193
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	0.048839
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,972,027.
5 Multiply line 4 by line 3.	5	242,829.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,430.
7 Add lines 5 and 6	7	248,259.
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	188,092.

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)	1	10,861.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b.		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2.	3	10,861.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	10,861.
6 Credits/Payments.		
a 2016 estimated tax payments and 2015 overpayment credited to 2016.	6a	3,396.
b Exempt foreign organizations - tax withheld at source.	6b	NONE
c Tax paid with application for extension of time to file (Form 8868).	6c	NONE
d Backup withholding erroneously withheld.	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	3,396.
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	7,465.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ NONE Refunded ☐	11	

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)? 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.		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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		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 ► <u>NONE</u>	13	X
14 The books are in care of ► <u>BANK OF AMERICA, N.A.</u> Telephone no. ► <u>(210) 270-5468</u> Located at ► <u>300 CONVENT ST, FL 8, SAN ANTONIO, TX</u> ZIP+4 ► <u>78205-3701</u>		
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	
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	
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? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ 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**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
BANK OF AMERICA, N.A.	TRUSTEE			
300 CONVENT ST, FL 8, SAN ANTONIO, TX 78305-3701	1	-0-	-0-	-0-
BROADWAY NATL BANK	TRUSTEE			
P.O. BOX 17001-TRUST, SAN ANTONIO, TX 78209	10	42,218.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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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	4,752,397.
b	Average of monthly cash balances	1b	295,346.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,047,743.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,047,743.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	75,716.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,972,027.
6	Minimum investment return. Enter 5% of line 5	6	248,601.

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	248,601.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	10,861.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,861.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	237,740.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4.	5	237,740.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	237,740.

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	188,092.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	188,092.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	188,092.

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				237,740.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2016.				
a From 2011	NONE			
b From 2012	9,982.			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	9,982.			
4 Qualifying distributions for 2016 from Part XII, line 4. ► \$ 188,092.				
a Applied to 2015, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				188,092.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	9,982.			9,982.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				39,666.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

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

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

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

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

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

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

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:

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

5 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 19				168,255.
Total ▶ 3a				168,255.
b Approved for future payment				
Total ▶ 3b				

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	
		14	109,802.	
		18	465,350.	
		1	2,275.	
			577,427.	
			13	577,427

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
▼	

NOT APPLICABLE

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

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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

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.				
Sign Here	Signature of officer or trustee	08/31/2017 Date	Trustee Title	May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No
BANK OF AMERICA, N.A.				
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed PTIN
	Firm's name			Firm's EIN
	Firm's address			Phone no

Form **990-PF** (2016)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DOMESTIC DIVIDENDS	82,629.	82,629.
OTHER INTEREST	23,429.	23,429.
EXEMPT INTEREST NOT SUBJECT TO AMT - STA	3,500.	
NONQUALIFIED DOMESTIC DIVIDENDS	244.	244.
TOTAL	109,802.	106,302.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX REFUND	2,275.

TOTALS	2,275.
	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
RETURN PREPARATION FEE - * ABIP, P.C.	2,950. -----	2,950. -----
TOTALS	2,950. =====	2,950. =====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,223.	1,223.
EXCISE TAX ESTIMATES	2,547.	
	-----	-----
TOTALS	3,770.	1,223.
	=====	=====

CECILIA YOUNG WILLARD HELPING FUND

74-6350893

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INVESTMENT FEE	2,062.	2,062.
TOTALS	2,062. =====	2,062. =====

CECILIA YOUNG WILLARD HELPING FUND

74-6350893

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
2441092A1 DEER PARK TEX CTFS O	51,490.	53,164.
882874EN6 TEXAS WOMANS UNIV RE	50,902.	53,005.
9151375A7 UNIVERSITY TEX UNIV	100,735.	100,397.
	-----	-----
TOTALS	203,127.	206,566.
	=====	=====

CECILIA YOUNG WILLARD HELPING FUND

74-6350893

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
464287234 ISHARES MSCI EMERGIN	104,667.	104,442.
464287499 ISHARES RUSSELL MID-	261,126.	261,704.
464287556 ISHARES NASDAQ BIOTE	33,492.	33,718.
464287655 ISHARES RUSSELL 2000	157,422.	156,086.
46432F842 ISHARES CORE MSCI EA	261,705.	260,653.
78467Y107 SPDR S&P MIDCAP 400	59,828.	151,984.
46625H365 JPMORGAN ALERIAN MLP	20,902.	15,792.
166764100 CHEVRON CORP COM	15,122.	22,041.
26875P101 EOG RES INC COM	20,558.	20,862.
30231G102 EXXON MOBIL CORP COM	21,265.	22,218.
674599105 OCCIDENTAL PETE CORP	22,390.	20,508.
806857108 SCHLUMBERGER LTD COM	22,443.	20,181.
61166W101 MONSANTO CO NEW COM	21,720.	32,995.
693506107 PPG INDS INC COM	10,758.	31,483.
244199105 DEERE & CO COM	23,542.	38,820.
369604103 GENERAL ELEC CO COM	32,040.	28,859.
438516106 HONEYWELL INTL INC C	27,166.	37,503.
755111507 RAYTHEON CO COM NEW	36,297.	40,674.
913017109 UNITED TECHNOLOGIES	9,924.	36,263.
254687106 DISNEY WALT CO COM D	9,333.	33,785.
580135101 MCDONALDS CORP COM	20,640.	40,891.
654106103 NIKE INC CL B	10,654.	33,543.
778296103 ROSS STORES INC COM	17,580.	31,001.
855244109 STARBUCKS CORP COM	30,359.	35,494.
918204108 V F CORP COM	13,504.	31,150.
02209S103 ALTRIA GROUP INC COM	7,575.	27,988.
126650100 CVS HEALTH CORP COM	10,497.	23,510.
22160K105 COSTCO WHSL CORP NEW	6,506.	27,786.
641069406 NESTLE S A SPONSORED	28,938.	40,063.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
718172109 PHILIP MORRIS INTL I	14,013.	32,586.
742718109 PROCTER & GAMBLE CO	9,607.	34,267.
G0177J108 ALLERGAN PLC COM	39,185.	38,037.
031162100 AMGEN INC COM	31,655.	31,824.
156782104 CERNER CORP COM	35,357.	40,844.
478160104 JOHNSON & JOHNSON CO	22,650.	36,551.
883556102 THERMO FISHER SCIENT	16,449.	38,878.
084670702 BERKSHIRE HATHAWAY I	17,123.	37,023.
09247X101 BLACKROCK INC CL A	15,447.	38,878.
45866F104 INTERCONTINENTAL EXC	38,729.	39,665.
46625H100 J P MORGAN CHASE & C	17,292.	35,489.
693475105 PNC FINL SVCS GROUP	18,925.	38,103.
74144T108 PRICE T ROWE GROUP I	36,143.	33,952.
02079K305 ALPHABET INC CL A CO	20,171.	44,419.
032095101 AMPHENOL CORP NEW CL	6,941.	35,733.
037833100 APPLE INC COM	7,635.	48,425.
17275R102 CISCO SYS INC COM	29,136.	37,836.
30303M102 FACEBOOK INC CL A CO	31,770.	40,137.
68389X105 ORACLE CORP COM	13,689.	40,397.
70450Y103 PAYPAL HOLDINGS INC	33,368.	47,511.
747525103 QUALCOMM INC COM	27,054.	27,432.
00206R102 AT&T INC COM	26,332.	35,178.
03836W103 AQUA AMERICA INC COM	26,990.	35,567.
744573106 PUBLIC SVC ENTERPRIS	17,701.	17,245.
94975P447 WELLS FARGO SPECIAL	130,458.	130,303.
4812A0623 JPMORGAN TR I EMERGI	104,367.	104,698.
	-----	-----
TOTALS	2,106,140.	2,782,975.
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
00206RAJ1 AT&T INC BD	102,891.	102,600.
084664CK5 BERKSHIRE HATHAWAY F	25,000.	24,853.
097023BN4 BOEING CO UNSEC SR	50,843.	49,459.
110122AT5 BRISTOL MYERS SQUIBB	25,218.	24,600.
191216BG4 COCA COLA CO SR INSE	98,502.	102,077.
291011BF0 EMERSON ELEC CO SR U	78,133.	76,361.
452308AP4 ILLINOIS TOOL WKS IN	51,522.	52,453.
58013MEJ9 MCDONALDS CORP MTN	51,646.	52,202.
594918BH6 MICROSOFT CORP UNSEC	51,950.	51,116.
713448DC9 PEPSICO INC SR UNSEC	51,086.	50,427.
92826CAC6 VISA INC UNSEC SR G	52,131.	51,209.
36202DBJ9 GNMA II #002741 DTD	1,725.	2,009.
046353AF5 ASTRAZENECA PLC SR U	98,000.	100,076.
	-----	-----
TOTALS	738,647.	739,442.
	=====	=====

CECILIA YOUNG WILLARD HELPING FUND
FORM 990PF, PART XV - LINES 2a - 2d
=====

74-6350893

RECIPIENT NAME:

BANK OF AMERICA, N.A. - SHANTEL WILKINS

ADDRESS:

300 CONVENT ST, FL 8

SAN ANTONIO, TX 78205-3701

RECIPIENT'S PHONE NUMBER: 210-270-5468

E-MAIL ADDRESS: N/A

FORM, INFORMATION AND MATERIALS:

LETTER FORMAT - NATURE OF THE ORGANIZATION AND PURPOSE OF
GRANT REQUEST

SUBMISSION DEADLINES:

JUNE 1

RESTRICTIONS OR LIMITATIONS ON AWARDS:

FOR PURPOSES DEFINED IN IRC SECTION 501(c)(3)

STATEMENT 10

=====

RECIPIENT NAME:

BRIGHTON SCHOOL, INC.

ADDRESS:

14207 HIGGINS RD

SAN ANTONIO, TX 78217-1252

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT BRIGHTON CENTER

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CLARITY CHILD GUIDANCE CENTER

ADDRESS:

8535 TOM SLICK

SAN ANTONIO, TX 78229-3367

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

PROJECT MEND

ADDRESS:

5727 IH 10 WEST

SAN ANTONIO, TX 78201

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

REACHING MAXIMUM INDEPENDENCE, INC.

ADDRESS:

6336 MONTGOMERY

WINDCREST, TX 78239-3239

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

SAN ANTONIO CHRISTIAN DENTAL CLINIC, INC

ADDRESS:

1 HAVEN FOR HOPE WAY, MHMHC BLDG 1

SAN ANTONIO, TX 78207-1108

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

SETON HOME FOR PREGNANT WOMEN

ADDRESS:

1115 MISSION RD

SAN ANTONIO, TX 78210-4505

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
YOUTH ORCHESTRAS OF SAN ANTONIO
ADDRESS:
106 AUDITORIUM CIR, SUITE 130
SAN ANTONIO, TX 78205-1317
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
HAVEN FOR HOPE OF BEXAR COUNTY
ADDRESS:
1 HAVEN FOR HOPE WAY
SAN ANTONIO, TX 78207-1108
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,200.

RECIPIENT NAME:
HABITAT FOR HUMANITY OF SAN ANTONIO
ADDRESS:
311 PROBANDT
SAN ANTONIO, TX 78204
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,250.

=====

RECIPIENT NAME:

MAKE-A-WISH FOUNDATION

ADDRESS:

2224 WALSH TARLTON LN, SUITE 200

AUSTIN, TX 78746-7756

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

SAN ANTONIO FOOD BANK, INC.

ADDRESS:

5200 ENRIQUE M BARRERA PKWY

SAN ANTONIO, TX 78227-2209

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

SAN ANTONIO PETS ALIVE, INC.

ADDRESS:

1017 N MAIN AVE, SUITE 100

SAN ANTONIO, TX 78212-4721

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,430.

=====

RECIPIENT NAME:

THE CHILDREN'S SHELTER

ADDRESS:

2939 W WOODLAWN AVE

SAN ANTONIO, TX 78228-5015

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

IRVINE NATURE CENTER

ADDRESS:

11201 GARRISON FOREST RD

OWINGS MILL, MD 21117

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

JOHN HOPKINS UNIVERSITY

ADDRESS:

3910 KESWICK RD

BALTIMORE, MD 21211

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SIDNEY KIMMEL CANCER CTR THERAPY RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

=====

RECIPIENT NAME:

PICKERSGILL, INC.

ADDRESS:

615 CHESTNUT AVE

TOWSON, MD 21204-3742

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

GILCHRIST HOSPICE CARE, INC.

ADDRESS:

11311 MCCORMICK RD, SUITE 350

HUNT VALLEY, MD 21031-8618

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 9,000.

RECIPIENT NAME:

GRANDFATHER HOME FOR CHILDREN

ADDRESS:

P.O. BOX 98

BANNER ELK, NC 28604-0098

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 17,009.

=====

RECIPIENT NAME:

LEES-MCRAE COLLEGE, INC.

ADDRESS:

P.O. BOX 128

BANNER ELK, NC 28604-0128

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 17,009.

RECIPIENT NAME:

CROSSNORE SCHOOL, INC.

ADDRESS:

P.O. BOX 249

CROSSNORE, NC 28616-0249

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 17,009.

RECIPIENT NAME:

FIRST PRESBYTERIAN CHURCH

ADDRESS:

237 2ND ST NW

HICKORY, NC 28601

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 28,348.

=====

RECIPIENT NAME:

HOUSE OF RUTH MARYLAND, INC.

ADDRESS:

2201 ARGONNE DR

BALTIMORE, MD 21218

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THE SALVATION ARMY

ADDRESS:

3180 ESTEY AVE

NAPLES, FL 34104

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

CHILD ADVOCATES SAN ANTONIO

ADDRESS:

406 SAN PEDRO AVE

SAN ANTONIO, TX 78212-5553

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

CECILIA YOUNG WILLARD HELPING FUND

74-6350893

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

=====

RECIPIENT NAME:

HUMANE SOCIETY OF SAN ANTONIO

ADDRESS:

4804 FREDERICKSBURG RD

SAN ANTONIO, TX 78229-3628

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

TOTAL GRANTS PAID:

168,255.

=====

STATEMENT 19

FEDERAL FOOTNOTES

=====

PART VIII LIST OF OFFICERS AND DIRECTORS - COMPENSATION FOOTNOTE:
 THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA,
 N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE
 FOR THE TIME SPENT BY THE TRUSTEE, RATHER, BANK OF AMERICA'S
 COMPENSATION IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE
 TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES
 SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT,
 INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY
 REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.