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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 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 WILLIAM & FLORENCE WHEELER FOUNDATION		A Employer identification number 88-0233486	
Number and street (or P O box number if mail is not delivered to street address) 2012 E ST		B Telephone number (see instructions) (661) 836-2184	
City or town, state or province, country, and ZIP or foreign postal code BAKERSFIELD, CA 93301		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 5,942,358		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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	16,741	16,741		
	4 Dividends and interest from securities	107,629	107,629		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	201,293			
	b Gross sales price for all assets on line 6a	2,921,921			
	7 Capital gain net income (from Part IV, line 2)		201,293		
	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)	4,960	0			
12 Total. Add lines 1 through 11	330,623	325,663			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	46,958	23,479		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	16,222	8,110		0
	c Other professional fees (attach schedule)	32,002	32,002		0
	17 Interest	5	0		0
	18 Taxes (attach schedule) (see instructions)	5,326	3,099		0
	19 Depreciation (attach schedule) and depletion	465	0		
	20 Occupancy	1,500	0		0
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	225	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	102,703	66,690		0
	25 Contributions, gifts, grants paid	318,190			318,190
26 Total expenses and disbursements. Add lines 24 and 25	420,893	66,690		318,190	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-90,270				
b Net investment income (if negative, enter -0-)		258,973			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	-211,501	49,263	49,263
	2 Savings and temporary cash investments	197,283	553,945	553,945
	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)	736	620	697
	b Investments—corporate stock (attach schedule)	3,569,880	3,008,113	4,056,613
	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)	1,354,596	1,208,244	1,281,650
	14 Land, buildings, and equipment basis ▶ _____ 3,699 Less accumulated depreciation (attach schedule) ▶ 3,509	655	190	190
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,911,649	4,820,375	5,942,358	
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 ▶ _____)	1,004	0	
	23 Total liabilities (add lines 17 through 22)	1,004	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	500,000	500,000	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	4,410,645	4,320,375	
30 Total net assets or fund balances (see instructions)	4,910,645	4,820,375		
31 Total liabilities and net assets/fund balances (see instructions) .	4,911,649	4,820,375		

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	4,910,645
2 Enter amount from Part I, line 27a	2	-90,270
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	4,820,375
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	4,820,375

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	201,293
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	313,999	5,723,227	0 054864
2014	313,940	6,237,205	0 050333
2013	306,522	5,972,780	0 051320
2012	278,376	5,740,708	0 048492
2011	322,085	5,787,653	0 055650
2 Total of line 1, column (d)			2 0 260659
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 052132
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 5,674,478
5 Multiply line 4 by line 3			5 295,822
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,590
7 Add lines 5 and 6			7 298,412
8 Enter qualifying distributions from Part XII, line 4			8 318,190

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculation. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount owed is 14,295, with 2,600 refunded, resulting in 11,695.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include: 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 during the year for political purposes?', 'Did the foundation file Form 1120-POL for this year?', 'Has the foundation engaged in any activities that have not previously been reported to the IRS?', 'Did the foundation have at least \$5,000 in assets at any time during the year?', 'Enter the states to which the foundation reports or with which it is registered?', 'If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General?', '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?', 'Did any persons become substantial contributors during the tax year?'.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes
14 The books are in care of NANCY L WHEELER Telephone no (661) 836-2184
Located at 2012 E STREET BAKERSFIELD CA ZIP+4 93301
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country

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

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

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.
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?
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 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)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NANCY L WHEELER 2012 E STREET BAKERSFIELD, CA 93301	TRUSTEE 8 00	46,958	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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000. **0**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	0
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 N/A	0
2	
All other program-related investments. See instructions	
3	
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	5,426,999
b	Average of monthly cash balances.	1b	333,892
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,760,891
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	5,760,891
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	86,413
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,674,478
6	Minimum investment return. Enter 5% of line 5.	6	283,724

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	283,724
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,590
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,590
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	281,134
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	281,134
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	281,134

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	318,190
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
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	318,190
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	2,590
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	315,600

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				281,134
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	15,627			
b From 2012.				
c From 2013.	12,165			
d From 2014.	25,483			
e From 2015.	29,156			
f Total of lines 3a through e.	82,431			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>318,190</u>				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				281,134
e Remaining amount distributed out of corpus	37,056			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	119,487			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	15,627			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	103,860			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.	12,165			
c Excess from 2014.	25,483			
d Excess from 2015.	29,156			
e Excess from 2016.	37,056			

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
 NANCY L WHEELER
 2012 E STREET
 BAKERSFIELD, CA 93301
 (661) 836-2184

b The form in which applications should be submitted and information and materials they should include
 SUBMIT IN WRITING, NAME OF ORGANIZATION, DESCRIPTION OF CHARITABLE PURPOSE, USE OF FUNDS, RECIPIENT OF FUNDS

c Any submission deadlines
 NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
 NONE

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 Additional Data Table				
Total			▶ 3a	318,190
b <i>Approved for future payment</i>				
Total			▶ 3b	0

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
5000 SH TJX COS INC NEW	P	2016-04-28	2017-02-02
3990 SH WABTEC	P	2016-06-02	2017-02-22
3015 SH NXP SEMICONDUCTORS NV	P	2014-09-05	2017-01-12
10000 SH GOODYEAR TIRE & RUBBER CO	P	2014-11-05	2016-06-06
2240 SH LIBERTY BROADBAND CORP	P	2013-07-18	2017-05-10
3000 SH US BANCORP DEL COM	P	2013-07-30	2017-03-30
5608 SH OUTFRONT MEDIA INC	P	2014-10-30	2017-01-19
3937 SH LIBERTY GLOBAL PLC	P	2013-09-27	2017-01-12
1875 SH SCRIPPS NETWORKS INTERACTIVE CL A	P	2016-03-15	2017-05-10
3510 SH CISCO SYSTEMS INC	P	2015-10-29	2017-01-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
374,652		378,846	-4,194
320,955		312,164	8,791
296,359		200,693	95,666
267,942		246,836	21,106
187,991		118,311	69,680
156,135		113,717	42,418
148,892		169,262	-20,370
136,321		131,548	4,773
129,966		121,728	8,238
104,931		102,044	2,887

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-4,194
			8,791
			95,666
			21,106
			69,680
			42,418
			-20,370
			4,773
			8,238
			2,887

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
1225 SH KANSAS CITY SOUTHERN	P	2015-10-21	2017-01-09
1335 SH FMC CORP	P	2017-01-12	2017-05-03
710 SH CELGENE CORP	P	2015-01-13	2017-03-30
1075 SH SCHLUMBERGER LTD	P	2016-05-17	2017-03-30
340 SH ALLERGAN PLC	P	2014-11-24	2016-08-08
3000 SH PIMCO DYNAMIC INCOME FUND	P	2014-09-30	2016-11-11
745 SH AUTOMATIC DATA PROCESSING INC	P	2017-01-12	2017-04-03
765 SH SIGNET JEWELERS LTD	P	2016-05-17	2016-06-02
4595 588 SH DOUBLELINE TOTAL	P	2011-05-23	2016-06-08
125 SH BIOTECHNOLOGY ETF	P	2016-06-02	2017-01-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
100,193		107,229	-7,036
96,200		78,980	17,220
87,864		87,097	767
83,871		80,369	3,502
83,714		90,223	-6,509
79,987		95,157	-15,170
75,409		76,946	-1,537
69,277		82,075	-12,798
50,000		51,195	-1,195
34,706		35,604	-898

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-7,036
			17,220
			767
			3,502
			-6,509
			-15,170
			-1,537
			-12,798
			-1,195
			-898

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
85 SH ALLERGAN PLC	P	2016-04-05	2016-08-08
491 215 SH LIBERTY LILAC GROUP CLASS A	P	2013-09-27	2016-06-21
60 SH BROOKFIELD BUSINESS PARTNERS LP	P	2016-06-20	2016-06-22
GOVERNMENT NATL MTG	P	2002-02-27	2017-05-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,929		19,898	1,031
14,287		19,102	-4,815
1,227		1,487	-260
113		117	-4

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,031
			-4,815
			-260
			-4

Form 990PF Part XV Line 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>				
ST FRANCIS CHURCH 900 H STREET BAKERSFIELD, CA 93304	NO RELATION	CHURCH	TO HELP CONTINUE GOD'S WORK TO BRING CHANGE TO THE WORLD	83,500
AMERICAN QUARTER HORSE FOUNDATION PO BOX 32111 AMARILLO, TX 79120	NO RELATION	PUBLIC CHARITY	TO SUPPORT PROGRAMS AND INITIATIVES BENEFITTING THE HEALTH, WELFARE, AND LEGACY OF HORSES	2,500
BAKERSFIELD MEMORIAL HOSPITAL FOUNDATION 420 34TH ST BAKERSFIELD, CA 93301	NO RELATION	PUBLIC CHARITY	TO SUPPORT HEALTH CARE CENTERS	50,000
BASS LAKE CHAMBER OF COMMERCE PO BOX 126 BASS LAKE, CA 93604	NO RELATION	PUBLIC CHARITY	TO SUPPORT VARIOUS PROGRAMS PROVIDED BY THE CHAMBER	500
BOYS & GIRLS CLUB OF KERN COUNTY 801 NILES ST BAKERSFIELD, CA 93305	NO RELATION	PUBLIC CHARITY	TO FUND FACILITIES AND PROGRAMS FOR CHILDREN	5,000
Total 3a				318,190

Form 990PF Part XV Line 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>				
CALM 10500 ALFRED HARRELL HWY BAKERSFIELD, CA 93306	NO RELATION	PUBLIC CHARITY	TO FUND FACILITIES FOR THE CONSERVATION OF CALIFORNIA NATIVE ANIMALS, PLANTS, AND ARTIFACTS	60,000
CATHOLIC CHARITIES PO BOX 17066 BALTIMORE, MD 17066	NO RELATION	PUBLIC CHARITY	TO HELP END POVERTY	20,000
FRIENDS OF KERN COUNTY FAIR 1142 SOUTH P STREET BAKERSFIELD, CA 93307	NO RELATION	PUBLIC CHARITY	TO SUPPORT THE 15TH DISTRICT AGRICULTURAL ASSOCIATION, 4-H, AND FFA PROGRAMS	20,770
FRONTIER AG BOOSTERS INC 6401 ALLEN RD BAKERSFIELD, CA 93312	NO RELATION	PUBLIC CHARITY	TO SUPPORT EDUCATIONAL CENTERS	1,000
JIM BURKE EDUCATION FOUNDATION PO BOX 2686 BAKERSFIELD, CA 93303	NO RELATION	PUBLIC CHARITY	TO CONTRIBUTE TO THE EDUCATIONAL SUPPORT OF OTHERS	2,000
Total 3a				318,190

Form 990PF Part XV Line 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>				
KERN HIGH SCHOOL DISTRICT EDUCATIONAL F 5801 SUNDALE AVE BAKERSFIELD, CA 93309	NO RELATION	PUBLIC CHARITY	TO SUPPORT EDUCATIONAL CENTERS	3,950
LEUKEMIA SOCIETY 3 INTERNATIONAL DR SUITE 200 RYE BROOK, NY 10573	NO RELATION	PUBLIC CHARITY	TO SUPPORT FAMILIES FACING LIFE THREATENING ILLNESSES	2,500
MARE RIDING CENTER 18200 JOHNSON ROAD BAKERSFIELD, CA 93314	NO RELATION	PUBLIC CHARITY	TO PROVIDE EQUINE-ASSISTED SUPPORT FOR CHILDREN WITH SPECIAL NEEDS	5,000
MENDIBURU MAGIC FOUNDATION PO BOX 6307 BAKERSFIELD, CA 93386	NO RELATION	PUBLIC CHARITY	TO SUPPORT CHILDREN AND FAMILIES FACING LIFE THREATENING ILLNESSES	20,000
THE LINK - CENTRAL COAST 6500 MORRO RD SUITE A ATASCADERO, CA 93422	NO RELATION	PUBLIC CHARITY	TO SUPPORT FAMILIES IN NEED AND THE DEVELOPMENT OF FAMILY LEADERSHIP	460
Total 3a				318,190

Form 990PF Part XV Line 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>				
THE PLANK FOUNDATION 1400 EASTON DRIVE SUITE 107 BAKERSFIELD, CA 93309	NO RELATION	PUBLIC CHARITY	TO PROVIDE SUPPORT FOR THOSE LESS FORTUNATE IN AREAS OF HEALTH, HUNGER, & HUMANITY	2,500
WESPARK CANCER SUPPORT CENTER 13522 VENTURA BLVD SHERMAN OAKS, CA 91423	NO RELATION	PUBLIC CHARITY	TO SUPPORT CHILDREN AND FAMILIES FACING LIFE THREATENING ILLNESSES	2,500
GARCES MEMORIAL HIGH SCHOOL 2800 LOMA LINDA DRIVE BAKERSFIELD, CA 93305	NO RELATION	SCHOOL	TO SUPPORT EDUCATIONAL CENTERS	33,510
UC REGENTS 1000 REGENT UNIVERSITY DRIVE VIRGINIA BEACH, VA 23464	NO RELATION	UNIVERSITY	TO SUPPORT ACADEMIC EXCELLENCE AND RESEARCH STUDIES	2,500
Total 3a				318,190

TY 2016 Accounting Fees Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	16,222	8,110		0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: WILLIAM & FLORENCE WHEELER FOUNDATION

EIN: 88-0233486

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAPTOP	2011-10-31	949	855	SL	5 000000000000	94	0		
COMPUTERS	2012-01-20	1,796	1,616	SL	5 000000000000	180	0		
HP COMPUTER	2013-01-20	954	573	SL	5 000000000000	191	0		

TY 2016 Investments Corporate Stock Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE PLC	243,892	248,940
ALLEGION PLC	162,737	218,198
ALLERGAN PLC	0	0
ALPHABET INC CL A	66,794	148,064
ALPHABET INC CLASS C	66,786	144,729
AMAZON.COM INC	103,215	126,317
BROOKFIELD ASSET MANAGEMENT	63,396	113,610
CELGENE CORP	0	0
CISCO SYSTEMS INC	0	0
COMCAST CORP CL A	94,998	333,520
CROWN CASTLE INTL CORP	111,442	152,475
DENTSPLY SIRONA INC	152,409	158,800
DISNEY WALT CO	112,031	110,639
DOW CHEMICAL CO	325,756	315,996
ECOLAB INC	84,584	89,667
FACEBOOK INC CL A	162,227	302,920
FEDEX CORP	195,824	193,840
FORTIVE CORP	51,176	59,328
GOODYEAR TIRE & RUBBER	0	0
JOHNSON & JOHNSON CO	98,050	192,375
KANSAS CITY SOUTHERN	0	0
LIBERTY BROADBAND CORP CL A	0	0
LIBERTY GLOBAL PLC CL A	0	0
MICROSOFT CORP	102,759	115,236
NXP SEMICONDUCTORS NV	0	0
OUTFRONT MEDIA INC	0	0
RAYTHEON CO	118,207	127,108
ROCKWELL AUTOMATION INC	79,165	158,720
SCHLUMBERGER	0	0
SCRIPPS NETWORKS INTERACTIVE CL A	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SIGNET JEWELERS LTD	0	0
SPLUNK INC	76,572	122,480
THERMO FISHER SCIENTIFIC INC	129,938	172,790
TJX COS INC NEW	0	0
US BANCORP DEL COM NEW	0	0
VISA INC CL A	277,498	319,021
WEYERHAUSER CO	128,657	131,840

TY 2016 Investments Government Obligations Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486**US Government Securities - End
of Year Book Value:**

620

**US Government Securities - End
of Year Fair Market Value:**

697

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2016 Investments - Other Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DOUBLELINE TOTAL RETURN BOND FUND CL-I	AT COST	106,398	104,356
DOUBLELINE TOTAL RETURN BOND FUND CL-N	AT COST	252,834	244,588
NY ST MUN BD RECOVERY ACT 6.636%	AT COST	250,000	307,033
PIMCO INCOME FUND DTD	AT COST	306,991	326,283
PIMCO MORTGAGE OPPORTUNITES FUND DTD	AT COST	292,021	299,390
PIMCO DYNAMIC INCOME FUND	AT COST	0	0

**TY 2016 Land, Etc.
Schedule****Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAPTOP	949	949	0	0
COMPUTERS	1,796	1,796	0	0
HP COMPUTER	954	764	190	190

TY 2016 Other Expenses Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	225	0		0

TY 2016 Other Income Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	4,960		4,960

TY 2016 Other Liabilities Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES PAYABLE - EE PORTION	1,004	0

TY 2016 Other Professional Fees Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO ADVISORY FEES	28,573	28,573		0
PORTFOLIO MANAGEMENT FEES	3,429	3,429		0

TY 2016 Taxes Schedule**Name:** WILLIAM & FLORENCE WHEELER FOUNDATION**EIN:** 88-0233486

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	4,434	2,217		0
TAX WITHHOLDING	882	882		0
STATE TAX	10	0		0