



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 7/1/2016, and ending 6/30/2017

Name of foundation

NUNNALLY FOUNDATION

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/county

Foreign postal code

A Employer identification number

23-7083249

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☒ Address change ☐ Name change

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 ☐

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) ☐ \$ 2,655,752
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 <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	52,116	52,116		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	66,180			
b	Gross sales price for all assets on line 6a	457,141			
7	Capital gain net income (from Part IV, line 2)		66,180		
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	118,296	118,296	0	
13	Compensation of officers, directors, trustees, etc	21,091	15,818		5,273
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	710			710
c	Other professional fees (attach schedule)	3,909			3,909
17	Interest				
18	Taxes (attach schedule) (see instructions)	1,318	973		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	7	7		
24	Total operating and administrative expenses. Add lines 13 through 23	27,035	16,798	0	9,892
25	Contributions, gifts, grants paid	125,000			125,000
26	Total expenses and disbursements. Add lines 24 and 25	152,035	16,798	0	134,892
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-33,739			
b	Net investment income (if negative, enter -0-)		101,498		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2016)

HTA

SCANNED NOV 14 2017

RECEIVED
OCT 24 2017

RECEIVED

OCT 27 2017

OGDEN, UT

IRS-OSC

18

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	22,953	79,675	79,675
	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)	2,108,317	2,018,172	2,576,077	
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)	2,131,270	2,097,847	2,655,752	
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 and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,131,270	2,097,847	
	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)	2,131,270	2,097,847		
31 Total liabilities and net assets/fund balances (see instructions)	2,131,270	2,097,847		

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	2,131,270
2 Enter amount from Part I, line 27a	2	-33,739
3 Other increases not included in line 2 (itemize) ▶ <u>Mutual Fund Timing Difference</u>	3	657
4 Add lines 1, 2, and 3	4	2,098,188
5 Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	341
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,097,847

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	66,180
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.

(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	129,017	2,539,571	0.050803
2014	137,312	2,777,014	0.049446
2013	134,860	2,737,339	0.049267
2012	121,986	2,574,855	0.047376
2011	122,518	2,482,150	0.049360

2 Total of line 1, column (d)	2	0.246252
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	0.049250
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,572,289
5 Multiply line 4 by line 3	5	126,685
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,015
7 Add lines 5 and 6	7	127,700
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	134,892

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	1,015	
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	1,015	
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	1,015	
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	769	
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	769	
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	246	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b 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) VA		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <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)

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	Yes	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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No
				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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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? If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)		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
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 100 N Main St MAC D4001-117 Winston Salem, NC 27	TRUSTEE SEE ATTACHED	21,091		

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	2,534,259
b	Average of monthly cash balances	1b	77,202
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,611,461
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	2,611,461
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	39,172
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,572,289
6	Minimum investment return. Enter 5% of line 5	6	128,614

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	128,614
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,015
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,015
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	127,599
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	127,599
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	127,599

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	134,892
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	134,892
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	1,015
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	133,877

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				127,599
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			123,549	
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 ▶ \$ 134,892				
a Applied to 2015, but not more than line 2a			123,549	
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				11,343
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				116,256
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	125,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Supplemental Information:

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

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

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

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

Recipient(s) paid during the year

Name

FULL CIRCLE GRIEF CENTER

Street

10611 PATTERSON AVE

City

RICHMOND

State
VA**Zip Code**
23238**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

EXPLORERS PROGRAM

Street

1365 Overbrook Road

City

RICHMOND

State
VA**Zip Code**
23220**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Name

Collegiate School

Street

103 N MOORELAND ROAD

City

RICHMOND

State
VA**Zip Code**
23229**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Name

Family Lifeline

Street

2325 W Broad St

City

RICHMOND

State
VA**Zip Code**
23220**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

30,000

Name

HOMEWARD

Street

1125 Commerce Rd

City

RICHMOND

State
VA**Zip Code**
23224**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

VIRGINIA SQUASH RACQUETS

Street

P O Box 2514

City

RICHMOND

State
VA**Zip Code**
23218**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

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

Amount										Totals		Gross Sales		Cost or Other Basis, Expenses Depreciation and Adjustments		Net Gain or Loss	
Long Term CG Distributions										Capital Gains/Losses		457,141		390,961		66,180	
Short Term CG Distributions										Other sales		0		0		0	
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Business	Acquisition Method	Date Sold	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 ADVANSIX INC	00773T101					3/2/2011	11/26/2016	19	7					12			
2 AMERIPRIZE FINL INC	03076C106	X				7/25/2015	8/16/2016	4,350	5,702					1,352			
3 ARTISAN INTERNATIONAL FC	04314H402	X				9/5/2012	9/7/2016	5,000	3,985					1,035			
4 ARTISAN INTERNATIONAL FC	04314H402	X				9/5/2012	11/29/2016	10,000	8,669					1,131			
5 ARTISAN INTERNATIONAL FC	04314H402	X				9/5/2012	12/22/2016	20,000	17,787					2,213			
6 ARTISAN INTERNATIONAL FC	04314H402	X				9/5/2012	3/2/2017	20,642	17,379					3,263			
7 ARTISAN MID CAP FUND-INS	04314H600	X				7/2/2013	8/17/2016	3,728	4,000					272			
8 ARTISAN MID CAP FUND-INS	04314H600	X				1/28/2014	8/17/2016	1,998	2,217					219			
9 ARTISAN MID CAP FUND-INS	04314H600	X				7/17/2015	8/17/2016	8,467	10,000					1,533			
10 ADVANSIX INC	00773T101	X				3/2/2011	10/25/2016	3	1								
11 ARTISAN MID CAP FUND-INS	04314H600	X				12/1/2015	8/17/2016	10,808	10,520					288			
12 ARTISAN MID CAP FUND-INS	04314H600	X				3/7/2013	11/29/2016	17,849	18,800					951			
13 ARTISAN MID CAP FUND-INS	04314H600	X				12/1/2015	11/29/2016	1,980	2,170					190			
14 ARTISAN MID CAP FUND-INS	04314H600	X				9/5/2012	11/29/2016	171	169					2			
15 ARTISAN MID CAP FUND-INS	04314H600	X				9/5/2012	12/22/2016	20,000	20,076					76			
16 ARTISAN MID CAP FUND-INS	04314H600	X				9/5/2012	3/2/2017	5,000	4,722					278			
17 ARTISAN MID CAP FUND-INS	04314H600	X				9/5/2012	3/2/2017	8,535	8,034					501			
18 ARTISAN MID CAP FUND-INS	04314H600	X				11/19/2012	3/2/2017	16,217	15,000					1,217			
19 BERKSHIRE HATHAWAY INC	084670702	X				7/24/2012	11/29/2016	5,523	2,910					2,613			
20 CME GROUP INC	12572Q105	X				8/21/2012	11/29/2016	3,949	2,034					1,915			
21 CVS HEALTH CORPORATION	128650100	X				1/9/2013	2/14/2017	9,436	6,019					3,417			
22 CAPITAL ONE FINANCIAL CO	14040H105	X				12/30/2010	7/7/2016	1,851	1,275					576			
23 COGNIZANT TECH SOLUTION	192446102	X				3/1/2016	11/29/2016	5,312	5,612					300			
24 CUMMINS INC	231021106	X				2/2/2014	11/4/2016	6,268	7,081					813			
25 CUMMINS INC	231021106	X				9/8/2014	11/4/2016	1,872	2,128					256			
26 CUMMINS INC	231021106	X				7/7/2016	11/4/2016	1,248	1,111					137			
27 DIAGEO PLC - ADR	25243Q205	X				9/21/2012	11/29/2016	4,090	4,455					365			
28 DIAGEO PLC - ADR	25243Q205	X				4/28/2016	11/29/2016	1,534	1,636					102			
29 DODGE & COX INTL STOCK	256206103	X				11/22/2013	9/7/2016	4,597	5,000					403			
30 DODGE & COX INTL STOCK	256206103	X				5/13/2010	9/7/2016	403	317					86			
31 DREYFUS INTERNAT BOND	261989566	X				4/9/2014	8/4/2016	13,580	14,500					920			
32 GILEAD SCIENCES INC	375558103	X				11/2/2012	2/14/2017	9,454	3,333					6,121			
33 GOLDMAN SACHS GROUP INC	38141G104	X				2/20/2014	7/7/2016	5,133	5,787					654			
34 HAIN CELESTIAL GROUP INC	405217100	X				4/28/2016	8/16/2016	3,534	3,807					273			
35 HARBOR INTERNATIONAL FD IN	411511306	X				5/13/2010	9/7/2016	5,000	4,078					922			
36 HARBOR CAPITAL APFCTION	411511504	X				10/25/2010	9/7/2016	10,000	5,878					4,124			
37 HARBOR CAPITAL APFCTION	411511504	X				10/25/2010	3/2/2017	5,000	2,804					2,196			
38 JPMORGAN CHASE & CO	48625H100	X				8/16/2016	11/29/2016	2,368	1,978					390			
39 JPMORGAN CHASE & CO	48625H100	X				4/28/2016	11/29/2016	1,208	1,208					0			
40 JPMORGAN HIGH YIELD FUND	4812C0800	X				12/4/2014	11/29/2016	5,414	5,000					414			
41 MCKESSON CORP	58155Q103	X				2/9/2010	2/8/2017	8,366	3,617					4,749			
42 MERGER FUND-INST #301	589509207	X				6/19/2014	3/2/2017	5,000	5,246					246			
43 MERGER FUND-INST #301	589509207	X				8/19/2014	4/27/2017	4,569	4,754					185			
44 MERGER FUND-INST #301	589509207	X				8/9/2014	4/27/2017	5,431	5,596					165			
45 NESTLE S A REGISTERED S	641089408	X				10/18/2012	7/7/2016	3,503	2,981					522			
46 NESTLE S A REGISTERED S	641089408	X				3/18/2016	7/7/2016	779	739					40			
47 PIMCO HIGH YIELD FD-INST	693330841	X				7/2/2008	3/2/2017	2,583	2,583					0			
48 PIMCO HIGH YIELD FD-INST	693330841	X				4/2/2009	3/2/2017	6,803	5,000					1,803			
49 PIMCO HIGH YIELD FD-INST	693330841	X				12/23/2008	3/2/2017	5,125	3,675					1,450			
50 PIMCO HIGH YIELD FD-INST	693330841	X				12/23/2008	3/21/2017	11,414	8,325					3,089			
51 PIMCO FOREIGN BD FD USD	693330882	X				12/23/2008	8/4/2016	3,248	2,770					478			
52 PIMCO EMERG MKTS BD-INS	693391556	X				7/1/2009	3/21/2017	7,706	6,841					865			
53 PIMCO EMERG MKTS BD-INS	693391556	X				8/1/2008	3/21/2017	6,831	6,870					191			
54 PIMCO EMERG MKTS BD-INS	693391556	X				4/2/2009	3/21/2017	483	375					108			
55 ROCHE HOLDINGS LTD - ADR	771195104	X				3/9/2015	11/29/2016	4,728	5,820					89			
56 ROCHE HOLDINGS LTD - ADR	771195104	X				7/7/2016	11/29/2016	1,530	1,777					247			
57 T ROWE PRICE EQUITY INCC	779547108	X				5/10/2013	4/27/2017	2,273	2,119					154			
58 T ROWE PRICE BLUE CHIP G	779547108	X				5/28/2010	9/7/2016	2,000	878					1,124			
59 T ROWE PRICE EQUITY INCC	779547108	X				7/17/2012	4/27/2017	7,727	5,899					1,828			
60 SPIRIT AEROSYSTEMS HOLD	848574109	X				11/14/2016	5/3/2017	3,752	3,492					260			
61 SPIRIT AEROSYSTEMS HOLD	848574109	X				11/29/2016	5/3/2017	4,329	4,412					83			
62 TFC COMPANIES INC	872540108	X				4/1/2013	2/14/2017	5,940	5,940					0			
63 VOYA INTL BLEST FD CL1 #	82814A810	X				4/2/2009	3/20/2017	8,432	6,988					1,444			
64 VOYA INTL BLEST FD CL1 #	82814A810	X				12/23/2009	3/20/2017	3,722	2,887					835			
65 VOYA INTL BLEST FD CL1 #	82814A810	X				8/11/2008	3/20/2017	42,505	53,683					11,178			

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

		710	0	0	710
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	710			710

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

		3,909	0	0	3,909
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMINISTRATION FEE	3,909			3,909

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

		1,318	973	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	973	973		
2	ESTIMATED EXCISE TAXES PAID	345			

Part I, Line 23 (990-PF) - Other Expenses

		7	7	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	7	7		

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

		2,108,317	2,018,172	2,576,077
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year FMV End of Year
1			0	0
2	AFFILIATED MANAGERS GROUP INC		0	6,197 9,952
3	APPLE COMPUTER INC COM		0	15,029 31,396
4	BOEING COMPANY		0	12,261 18,786
5	CISCO SYSTEMS INC		0	9,056 14,554
6	DIAGEO PLC - ADR		0	10,784 11,384
7	WALT DISNEY CO		0	7,642 17,000
8	HOME DEPOT INC		0	2,455 14,113
9	ELI LILLY & CO COM		0	8,400 9,876
10	MICROSOFT CORP		0	13,754 25,091
11	PNC FINANCIAL SERVICES GROUP		0	13,267 16,857
12	PROCTER & GAMBLE CO		0	933 6,100
13	ROCHE HOLDINGS LTD - ADR		0	9,871 10,335
14	SCHLUMBERGER LTD		0	10,269 9,547
15	THERMO FISHER SCIENTIFIC INC		0	8,085 12,213
16	TOTAL FINA ELF S A ADR		0	7,084 7,191
17	UNION PACIFIC CORP		0	7,943 14,703
18	UNITED PARCEL SERVICE-CL B		0	6,597 7,520
19	EXXON MOBIL CORPORATION		0	2,117 5,247
20	HONEYWELL INTERNATIONAL INC		0	1,663 3,999
21	UNITEDHEALTH GROUP INC		0	6,588 19,469
22	BLACKROCK INC		0	6,189 8,448
23	JPMORGAN CHASE & CO		0	9,746 18,280
24	SUNCOR ENERGY INC NEW F		0	9,868 10,804
25	CHEVRON CORP		0	3,523 5,216
26	MERCK & CO INC NEW		0	9,061 10,575
27	BERSHIRE HATHAWAY INC		0	4,988 10,162
28	ALPHABET INC/CA		0	3,656 9,087
29	ALPHABET INC/CA		0	2,942 7,437
30	COMCAST CORP CLASS A		0	4,511 14,790
31	CELANESE CORP		0	8,802 14,241
32	TE CONNECTIVITY LTD		0	5,723 6,688
33	CITIGROUP INC		0	11,275 17,389
34	EATON CORP PLC		0	5,926 7,394
35	CME GROUP INC		0	4,358 9,393
36	ZOETIS INC		0	5,318 5,926
37	DODGE & COX INCOME FD COM 147		0	147,929 148,185
38	HARBOR INTERNATION FD INST 2011		0	85,006 111,889
39	HARBOR CAPITAL APRCTION-INST 2012		0	35,707 74,861
40	T ROWE PRICE BLUE CHIP GRWTH 93		0	32,124 86,915
41	T ROWE PRICE SHORT TERM BD FD 55		0	149,000 145,773
42	VOYA REAL ESTATE FUND CLASS I #2190		0	48,856 143,048
43	MERGER FUND-INST #301		0	54,404 54,933
44	FID ADV EMER MKTS INC- CL I 607		0	45,000 46,576
45	ISHARES S&P SMALL CAP 600 VALUE		0	31,520 37,751
46	DODGE & COX INT'L STOCK FD 1048		0	47,614 67,186

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

		2,108,317	2,018,172	2,576,077
Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47 ISHARES S&P MIDCAP 400 GROWTH		0	94,436	101,653
48 CEF ISHARES S&P SMALL CAP 600 GROV		0	7,633	8,577
49 AMER CENT SMALL CAP GRWTH INST 33		0	23,300	27,225
50 MFS VALUE FUND-CLASS I 893		0	45,175	71,010
51 ABERDEEN EMERG MARKETS-INST 840		0	47,325	49,527
52 JP MORGAN MID CAP VALUE-I 758		0	61,000	101,457
53 T ROWE PR SM-CAP STOCK I #525		0	48,000	63,557
54 PIMCO EMERG MKTS BD-INST 137		0	17,173	21,726
55 T ROWE PRICE EQUITY INC-I #426		0	44,131	58,616
56 JPMORGAN HIGH YIELD FUND SS 3580		0	34,386	34,176
57 T ROWE PRICE INST FLOAT RATE 170		0	80,700	82,289
58 OPPENHEIMER DEVELOPING MKT-I 799		0	112,500	137,824
59 VANGUARD BD INDEX FD INC		0	152,032	151,396
60 SPDR DJ WILSHIRE INTERNATIONAL REA		0	40,039	40,843
61 VANGUARD INTERMEDIATE TERM B		0	152,301	152,239
62 VANGUARD EUROPE PACIFIC ETF		0	20,000	22,685
63 ROBECO BP LNG/SHRT RES-INS		0	68,000	73,718
64 NEUBERGER BERMAN LONG SH-INS #183		0	37,000	39,279

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

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

1	Mutual Fund Timing Difference	1	657
2	Total	2	657

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

1	PY Return of Capital Adjustment	1	339
2	Cost Basis Adjustment	2	2
3	Total	3	341

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

		Amount																	
Long Term CG Distributions		31,626																	
Short Term CG Distributions		0																	
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 12/31/99	Adjusted Basis as of 12/31/99	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses					
1	ADVANSIX INC	00773T101		3/2/2011	11/29/2016	19		0	7	12	0	0	0	12					
2	AMERIPRISE FINL INC	03076C106		7/29/2015	8/16/2016	4,350		0	5,702	-1,352	0	0	0	-1,352					
3	ARTISAN INTERNATIONAL FC	04314H402		9/5/2012	9/7/2016	5,000		0	3,965	1,035	0	0	0	1,035					
4	ARTISAN INTERNATIONAL FC	04314H402		9/5/2012	11/29/2016	10,000		0	8,869	1,131	0	0	0	1,131					
5	ARTISAN INTERNATIONAL FC	04314H402		9/5/2012	12/22/2016	20,000		0	17,787	2,213	0	0	0	2,213					
6	ARTISAN INTERNATIONAL FC	04314H402		9/5/2012	3/2/2017	20,642		0	17,379	3,263	0	0	0	3,263					
7	ARTISAN MID CAP FUND-INS	04314H600		7/22/2013	8/17/2016	3,728		0	4,000	-272	0	0	0	-272					
8	ARTISAN MID CAP FUND-INS	04314H600		1/29/2014	8/17/2016	1,999		0	2,217	-218	0	0	0	-218					
9	ARTISAN MID CAP FUND-INS	04314H600		7/17/2015	8/17/2016	8,467		0	10,000	-1,533	0	0	0	-1,533					
10	ADVANSIX INC	00773T101		3/2/2011	10/25/2016	3		0	1	2	0	0	0	2					
11	ARTISAN MID CAP FUND-INS	04314H600		12/1/2015	8/17/2016	10,806		0	10,820	-14	0	0	0	-14					
12	ARTISAN MID CAP FUND-INS	04314H600		3/7/2013	11/29/2016	17,849		0	18,600	-951	0	0	0	-951					
13	ARTISAN MID CAP FUND-INS	04314H600		12/1/2015	11/29/2016	1,990		0	2,170	-190	0	0	0	-190					
14	ARTISAN MID CAP FUND-INS	04314H600		9/5/2012	11/29/2016	171		0	169	2	0	0	0	2					
15	ARTISAN MID CAP FUND-INS	04314H600		9/5/2012	12/22/2016	20,000		0	20,076	-76	0	0	0	-76					
16	ARTISAN MID CAP FUND-INS	04314H600		9/5/2012	3/2/2017	5,000		0	4,722	278	0	0	0	278					
17	ARTISAN MID CAP FUND-INS	04314H600		9/5/2012	3/20/2017	8,535		0	8,034	501	0	0	0	501					
18	ARTISAN MID CAP FUND-INS	04314H600		11/19/2012	3/20/2017	16,217		0	15,000	1,217	0	0	0	1,217					
19	BERKSHIRE HATHAWAY INC	084670702		7/24/2012	11/29/2016	5,523		0	2,910	2,613	0	0	0	2,613					
20	CME GROUP INC	12572Q105		9/21/2012	11/29/2016	3,949		0	2,034	1,915	0	0	0	1,915					
21	CVS HEALTH CORPORATION	126560100		1/9/2013	2/14/2017	9,436		0	6,019	3,417	0	0	0	3,417					
22	CAPITAL ONE FINANCIAL CO	14040H105		12/30/2010	7/7/2016	1,851		0	1,275	576	0	0	0	576					
23	COGNIZANT TECH SOLUTION	182446102		3/18/2016	11/29/2016	5,312		0	5,612	-300	0	0	0	-300					
24	CUMMINS INC	231021106		2/20/2014	11/4/2016	6,239		0	7,081	-842	0	0	0	-842					
25	CUMMINS INC	231021106		9/8/2014	11/4/2016	1,872		0	2,128	-256	0	0	0	-256					
26	CUMMINS INC	231021106		7/7/2016	11/4/2016	1,248		0	1,111	137	0	0	0	137					
27	DIAGEO PLC - ADR	25243Q205		9/21/2012	11/29/2016	4,090		0	4,455	-365	0	0	0	-365					
28	DIAGEO PLC - ADR	25243Q205		4/28/2016	11/29/2016	1,534		0	1,636	-102	0	0	0	-102					
29	DODGE & COX INT'L STOCK	256206103		11/22/2013	9/7/2016	4,597		0	5,000	-403	0	0	0	-403					
30	DODGE & COX INT'L STOCK	256206103		5/13/2010	9/7/2016	403		0	317	86	0	0	0	86					
31	DREYFUS INTERNATL BOND	281980668		4/9/2014	8/4/2016	13,680		0	14,500	-820	0	0	0	-820					
32	GILEAD SCIENCES INC	375558103		1/24/2012	2/14/2017	9,454		0	3,333	6,121	0	0	0	6,121					
33	GOLDMAN SACHS GROUP INC	38141G104		2/20/2014	7/7/2016	5,133		0	5,787	-654	0	0	0	-654					
34	HAIN CELESTIAL GROUP INC	405217100		4/28/2016	8/16/2016	3,534		0	3,807	-273	0	0	0	-273					
35	HARBOR INTERNATIONAL FDI	411511306		5/13/2010	9/7/2016	5,000		0	4,078	922	0	0	0	922					
36	HARBOR CAPITAL APRCTON	411511504		10/25/2010	9/7/2016	10,000		0	5,676	4,324	0	0	0	4,324					
37	HARBOR CAPITAL APRCTON	411511504		10/25/2010	3/2/2017	5,000		0	2,804	2,196	0	0	0	2,196					
38	JPMORGAN CHASE & CO	46629H100		8/16/2016	11/29/2016	2,368		0	1,976	392	0	0	0	392					
39	JPMORGAN CHASE & CO	46629H100		4/28/2016	11/29/2016	1,500		0	1,206	294	0	0	0	294					
40	JPMORGAN HIGH YIELD FUND	4812C0803		12/4/2014	11/29/2016	5,000		0	5,414	-414	0	0	0	-414					
41	MCKESSON CORP	58155Q103		2/3/2010	2/8/2017	8,396		0	3,617	4,749	0	0	0	4,749					
42	MERGER FUND-INST #301	589509207		5/19/2014	3/2/2017	5,000		0	5,245	-245	0	0	0	-245					
43	MERGER FUND-INST #301	589509207		6/19/2014	4/27/2017	4,569		0	4,754	-185	0	0	0	-185					
44	MERGER FUND-INST #301	589509207		8/6/2014	4/27/2017	5,431		0	5,596	-165	0	0	0	-165					
45	NESTLE S.A. REGISTERED S	641069406		10/18/2012	7/7/2016	3,503		0	2,981	522	0	0	0	522					
46	NESTLE S.A. REGISTERED S	641069406		3/18/2016	7/7/2016	779		0	739	40	0	0	0	40					
47	PIMCO HIGH YIELD FDI INST	693390841		7/2/2009	3/2/2017	3,072		0	2,583	489	0	0	0	489					
48	PIMCO HIGH YIELD FDI INST	693390841		4/2/2009	3/2/2017	6,803		0	5,000	1,803	0	0	0	1,803					
49	PIMCO HIGH YIELD FDI-INST	693390841		12/23/2008	3/2/2017	5,125		0	3,675	1,450	0	0	0	1,450					
50	PIMCO HIGH YIELD FDI-INST	693390841		12/23/2008	3/2/2017	11,414		0	8,325	3,089	0	0	0	3,089					
51	PIMCO FOREIGN FDI USD	693390882		12/23/2008	8/4/2016	3,248		0	2,770	478	0	0	0	478					
52	PIMCO EMERG MKTS BD-INS	693391559		7/2/2009	3/2/2017	7,706		0	6,841	865	0	0	0	865					
53	PIMCO EMERG MKTS BD-INS	693391559		8/1/2008	3/2/2017	6,831		0	6,670	161	0	0	0	161					
54	PIMCO EMERG MKTS BD-INS	693391559		4/2/2009	3/2/2017	463		0	375	88	0	0	0	88					
55	ROCHE HOLDINGS LTD - ADR	771195104		3/3/2015	11/29/2016	4,728		0	5,820	-1,092	0	0	0	-1,092					
56	ROCHE HOLDINGS LTD - ADR	771195104		7/7/2016	11/29/2016	1,530		0	1,777	-247	0	0	0	-247					
57	T ROWE PRICE EQUITY INCC	779547108		5/19/2013	4/27/2017	2,273		0	2,110	163	0	0	0	163					
58	T ROWE PRICE BLUE CHIP G	77954Q106		5/28/2010	9/7/2016	2,000		0	879	1,124	0	0	0	1,124					
59	T ROWE PRICE EQUITY INCC	779547108		7/17/2012	4/27/2017	7,727		0	5,869	1,858	0	0	0	1,858					
60	SPIRIT AEROSYSTEMS HOLD	848574109		11/4/2016	5/3/2017	3,752		0	3,492	260	0	0	0	260					
61	SPIRIT AEROSYSTEMS HOLD	848574109		11/29/2016	5/3/2017	4,326		0	4,412	-83	0	0	0	-83					
62	TJX COMPANIES INC	872540109		4/10/2013	2/14/2017	9,718		0	5,940	3,778	0	0	0	3,778					
63	VOYA INTL RL EST FDI CL-I #	92914A810		4/2/2009	3/20/2017	9,432		0	6,968	2,468	0	0	0	2,468					
64	VOYA INTL RL EST FDI CL-I #	92914A810		12/23/2008	3/20/2017	3,722		0	2,987	735	0	0	0	735					
65	VOYA INTL RL EST FDI CL-I #	92914A810		8/11/2008	3/20/2017	42,505		0	53,983	-11,178	0	0	0	-11,178					

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

21,091											0	0
Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
Wells Fargo Bank N.A. Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	21 091			

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

	Date		Amount
1 Credit from prior year return		1	424
2 First quarter estimated tax payment	3/10/2017	2	153
3 Second quarter estimated tax payment	6/12/2017	3	192
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	769

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	123,549
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	123,549