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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

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**2016**

Open to Public Inspection

For calendar year 2016 or tax year beginning

07/01, 2016, and ending

06/30, 2017

Name of foundation TR U-W ROBERT M JEFFRESS-RES TR

A Employer identification number

BANK OF AMERICA, NA

54-6094925

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

Room/suite

B Telephone number (see instructions)

P.O. BOX 1802

888-866-3275

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

PROVIDENCE, RI 02901-1802

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 33,067,693.

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

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

C If exemption application is
pending, check here

D 1 Foreign organizations, check here

2 Foreign organizations meeting the
85% test, check here and attach
computationE If private foundation status was terminated
under section 507(b)(1)(A), check hereF If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	658,704.	651,274.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,223,784.			
b Gross sales price for all assets on line 6a 11,293,137.				
7 Capital gain net income (from Part IV, line 2)		1,223,784.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
11 Gross profit or (loss) (attach schedule)				
12 Total. Add lines 1 through 11	1,885,239.	1,877,464.		STMT 2
13 Compensation of officers, directors, trustees, etc.	205,412.	123,247.		82,165.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	2,113.	1,268.	NONE	845.
c Other professional fees (attach schedule) STMT 4	90,973.	9,144.		81,829.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	26,676.	20,176.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	1,140.	NONE	NONE	1,140.
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 6	95,006.	12,967.		89,209.
24 Total operating and administrative expenses. Add lines 13 through 23.	421,320.	166,802.	NONE	255,188.
25 Contributions, gifts, grants paid	2,000,000.			2,000,000.
26 Total expenses and disbursements Add lines 24 and 25	2,421,320.	166,802.	NONE	2,255,188.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-536,081.			
b Net investment income (if negative, enter -0-)		1,710,662.		
c Adjusted net income (if negative, enter -0-)				

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11/13/2017

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,926,793.	1,185,552.	1,185,552.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	STMT 7.	28,237,232.	28,629,525.	31,882,141.
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
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)		30,164,025.	29,815,077.	33,067,693.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)			NONE	
		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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds		30,164,025.	29,815,077.	
	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)		30,164,025.	29,815,077.	
	31	Total liabilities and net assets/fund balances (see instructions)		30,164,025.	29,815,077.	

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	30,164,025.
2	Enter amount from Part I, line 27a	2	-536,081.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	367,892.
4	Add lines 1, 2, and 3	4	29,995,836.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	180,759.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,815,077.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES						
b OTHER GAINS AND LOSSES						
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 7,501,860.		6,403,542.	1,098,318.			
b 3,791,273.		3,662,881.	128,392.			
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
a			1,098,318.			
b			128,392.			
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	1,223,784.	
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.

(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	1,283,965.	30,847,738.	0.041623
2014	1,573,654.	33,354,750.	0.047179
2013	1,394,920.	32,954,951.	0.042328
2012	880,536.	31,020,513.	0.028386
2011	1,113,707.	29,501,334.	0.037751
2 Total of line 1, column (d)			2 0.197267
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 0.039453
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 32,374,777.
5 Multiply line 4 by line 3.			5 1,277,282.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 17,107.
7 Add lines 5 and 6.			7 1,294,389.
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 2,255,188.

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)		1	17,107.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .		2	
3 Add lines 1 and 2		3	17,107.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	17,107.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	20,500.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	20,500.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,393.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 3,393. Refunded <input type="checkbox"/> 11	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► <u>BANK OF AMERICA NA</u> Telephone no. ► <u>(888) 866-3275</u> Located at ► <u>P.O. BOX 1802, PROVIDENCE, RI</u> ZIP+4 ► <u>02901-1802</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		
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 ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	
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)? ☐ **5b**

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? ☐ **6b** ☒

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? ☐ **7b**

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
SEE STATEMENT 13		205,412.		

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	31,720,896.
b	Average of monthly cash balances	1b	1,146,898.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	32,867,794.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	32,867,794.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	493,017.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,374,777.
6	Minimum investment return. Enter 5% of line 5	6	1,618,739.

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	1,618,739.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	17,107.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	17,107.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,601,632.
4	Recoveries of amounts treated as qualifying distributions	4	8,296.
5	Add lines 3 and 4	5	1,609,928.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,609,928.

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	2,255,188.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,255,188.
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	17,107.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,238,081.

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				1,609,928.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			1,550,562.	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		47,652.		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>2,255,188.</u>				
a Applied to 2015, but not more than line 2a			1,550,562.	
b Applied to undistributed income of prior years (Election required - see instructions)	STMT 15	47,652.		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				656,974.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				952,954.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

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

SEE STATEMENT 16

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 20				2,000,000.
Total			3a	2,000,000.
b Approved for future payment				
Total			3b	

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Karen J. Kiser
Signature of officer or trustee
BANK OF AMERICA, NA

10/26/2017
Date

► SVP Tax
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name 

Firm's EIN ▶

Firm's address ▶

Phone no

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	7,459.	7,459.
FOREIGN DIVIDENDS	107,779.	107,779.
NONDIVIDEND DISTRIBUTIONS	14,048.	
DOMESTIC DIVIDENDS	305,770.	305,770.
OTHER INTEREST	70,352.	70,352.
FOREIGN INTEREST	3,186.	3,186.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	18,958.	18,958.
NON-TAXABLE FOREIGN INCOME	-6,618.	
NONDISTRIBUTIVE DIVIDENDS	1,306.	1,306.
NONDISTRIBUTIVE U.S. GOVERNMENT INTEREST	345.	345.
NONQUALIFIED FOREIGN DIVIDENDS	32,658.	32,658.
NONQUALIFIED DOMESTIC DIVIDENDS	100,535.	100,535.
ACCRUED MARKET DISCOUNT	2,926.	2,926.
	-----	-----
TOTAL	658,704.	651,274.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX REFUND PARTNERSHIP INCOME	2,751.	2,406.
	-----	-----
TOTALS	2,751. =====	2,406. =====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	2,113.	1,268.		845.
TOTALS	2,113.	1,268.	NONE	845.
	=====	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
GRANTMAKING FEES - BOA	81,829.		81,829.
INVESTMENT ADVISORY FEES	9,144.	9,144.	
TOTALS	90,973.	9,144.	81,829.
	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	18,212.	18,212.
EXCISE TAX ESTIMATES	6,500.	
FOREIGN TAXES ON QUALIFIED FOR	1,399.	1,399.
FOREIGN TAXES ON NONQUALIFIED	565.	565.
	-----	-----
TOTALS	26,676.	20,176.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	2,828.	2,828.	
OTHER ALLOCABLE EXPENSE-INCOME	2,828.	2,828.	
OTHER INVESTMENT FEE	141.	141.	
OTHER CHARITABLE EXPENSES	89,209.		89,209.
PARTNERSHIP EXPENSES		7,170.	
TOTALS	95,006.	12,967.	89,209.
	=====	=====	=====

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

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

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV -----
SEE ATTACHED STATEMENT	28,237,232.	28,629,525.	31,882,141.
	-----	-----	-----
TOTALS	28,237,232.	28,629,525.	31,882,141.
	=====	=====	=====

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

Balance Sheet

06/30/2017

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	1185551 950	1,185,551 95	1,185,551.95
00206RCW0	AT&T INC	25000 000	25,068 58	25,018 00
002824100	ABBOTT LABS	251 000	8,060 64	12,201 11
00287YAN9	ABBVIE INC	25000.000	25,075 79	25,031 50
00507UAS0	ACTAVIS FDG SCS SR UNSECD	50000.000	52,705 25	51,717.50
00817YAL2	AETNA INC NEW	12000 000	12,008.47	12,000 24
00817YAS7	AETNA INC NEW	13000 000	13,023 57	13,005 07
01609W102	ALIBABA GROUP HLDG LTD	314.000	24,111 27	44,242 60
02079K107	ALPHABET INC	23 000	6,767 79	20,900 79
02079K305	ALPHABET INC	23 000	16,824.20	21,382 64
023135106	AMAZON COM INC	56 000	10,036.87	54,208 00
025816109	AMERICAN EXPRESS CO	121 000	7,308 39	10,193 04
025816BG3	AMERICAN EXPRESS CO	75000 000	75,183 03	74,980 50
031162100	AMGEN INC	81 000	12,069 80	13,950 63
032654105	ANALOG DEVICES INC	41 000	2,337 31	3,189 80
03523TBN7	ANHEUSER BUSCH INBEV	50000.000	50,025 25	49,995 50
039483102	ARCHER DANIELS MIDLAND CO	157 000	4,996 07	6,496 66
052769106	AUTODESK INC	255 000	14,451 79	25,709.10
053015103	AUTOMATIC DATA PROCESSING INC	60 000	5,271 24	6,147 60
053332AT9	AUTOZONE INC	50000 000	50,535 84	48,113 00
06406HCE7	BANK NEW YORK INC UNSECD	45000 000	44,982 45	44,969 40
064159EX0	BANK NOVA SCOTIA B C	50000 000	50,175 46	50,126 50
084664BE0	BERKSHIRE HATHAWAY FIN CORP	45000 000	47,387 37	46,475 10
125509109	CIGNA CORP	72 000	9,735 40	12,052 08
126650100	CVS HEALTH CORP	168 000	7,051 88	13,517 28
126650CU2	CVS HEALTH CORP	25000 000	23,802 50	24,227 25
14040HBG9	CAPITAL ONE FINL CORP	25000.000	23,715 25	24,471 50
151020AG9	CELGENE CORP	50000 000	50,129 87	50,021 00
156782104	CERNER CORP	258 000	11,979 34	17,149 26
17275R102	CISCO SYS INC	1026 000	28,597 90	32,113 80
172967424	CITIGROUP INC	357 000	15,083 07	23,876 16
172967HU8	CITIGROUP INC	25000 000	25,280 65	25,224 50
191216100	COCA COLA CO	483 000	21,796 25	21,662 55
19765N245	COLUMBIA DIVIDEND INCOME FUND	35104 127	509,711 92	719,283 56

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

Balance Sheet

06/30/2017

Bank of America



Cusip	Asset	Units	Basis	Market Value
20030N101	COMCAST CORP	494 000	8,323.13	19,226 48
20173TAE5	COMMERCIAL MTG PASS THRU CTF	5973 234	6,126 30	5,966.48
207543877	SMALL CAP GROWTH LEADERS CTF	45680 383	1,158,888.99	1,245,078 22
222070203	COTY INC	393 000	8,803 57	7,372 68
23355L106	DXC TECHNOLOGY CO	85 000	6,476 79	6,521 20
235851102	DANAHER CORP DEL	134 000	5,487.14	11,308 26
23636T100	DANONE	1565 000	21,460 37	23,493 78
244199105	DEERE & CO	154 000	12,912 54	19,032 86
26441C204	DUKE ENERGY CORP	78 000	6,468 15	6,520 02
26442CAJ3	DUKE ENERGY CAROLINAS LLC	65000 000	69,484 12	69,321 85
26875P101	EOG RES INC	132 000	9,879 63	11,948 64
29099J109	EMERGING MARKETS STOCK	25582 006	1,068,196 09	1,366,393 78
29379VBG7	ENTERPRISE PRODS OPER LLC	50000 000	50,121 96	49,958 00
294429105	EQUIFAX INC	24 000	2,871 09	3,298 08
302130109	EXPEDITORS INTL WASHINGTON INC	359 000	17,334 72	20,276 32
302993993	MID CAP VALUE CTF	34256 935	1,153,139 43	1,163,639 57
30303M102	FACEBOOK INC	326.000	23,908 86	49,219 48
303075105	FACTSET RESH SYS INC	71 000	10,716 76	11,798 78
303995997	SMALL CAP VALUE CTF	41223 591	1,208,407.84	1,275,433 17
3128M1K65	FEDERAL HOME LN MTG CORP	2685 840	2,694 24	2,828 57
3128MBAX5	FEDERAL HOME LN MTG CORP	2002 520	1,963 42	2,078 32
3128MBAZ0	FEDERAL HOME LN MTG CORP	6671 580	6,653 88	7,018.03
3128MBYB7	FEDERAL HOME LN MTG CORP	1036 090	1,017 96	1,106 67
3128PHGA3	FEDERAL HOME LN MTG CORP	3086 494	3,158 84	3,263.50
3132GDJ52	FEDERAL HOME LN MTG CORP	55808 398	61,066.57	60,323 30
3137BMW36	FEDERAL HOME LN MTG CORP	77312 520	81,132 85	80,034 69
3138E0KH1	FEDERAL NATL MTG ASSN	75651 414	79,114 84	77,864.22
3138E0SE0	FEDERAL NATL MTG ASSN	119479 099	125,004 99	122,963.11
3138EG6D1	FEDERAL NATL MTG ASSN	49025 020	50,894 10	51,040 93
3138LVWU3	FEDERAL NATL MTG ASSN	38062 740	39,820 18	39,174 55
31403DPW3	FEDERAL NATL MTG ASSN	35747 672	37,160 82	36,607 05
31411ELX3	FEDERAL NATL MTG ASSN	3560 628	3,438 23	3,749 52
31417D5D1	FEDERAL NATL MTG ASSN	33174 930	34,652 24	33,568.38
31417GLR5	FEDERAL NATL MTG ASSN	109694 388	114,682 06	112,671 49

TR U-W ROBERT M JEFFRESS-RES TR
54-6094925
Balance Sheet
06/30/2017



Cusip	Asset	Units	Basis	Market Value
31418AAJ7	FEDERAL NATL MTG ASSN	120955 978	130,934 85	128,535.08
31620M106	FIDELITY NATL INFORMATION SVCS	160 000	6,955 51	13,664 00
31620MAR7	FIDELITY NATL INFORMATION SVCS	25000 000	25,925.29	27,917 00
323991307	MID CAP GROWTH CTF	35886 988	1,158,923.89	1,160,459 59
337738108	FISERV INC	72 000	7,477 59	8,808 48
36251MAD3	GM FINL AUTOMOBILE LEASING TR	50000 000	49,833 98	49,913 00
36962G6S8	GENERAL ELEC CAP CORP	45000 000	45,317 87	46,666 35
37045XBJ4	GENERAL MTRS FINL CO INC	25000.000	25,076 19	25,067 00
38141G104	GOLDMAN SACHS GROUP INC	94 000	9,090 27	20,858 60
38143U8H7	GOLDMAN SACHS GROUP INC	25000 000	26,142 47	25,456 25
38145C646	GOLDMAN SACHS STRATEGIC	220874 027	2,314,522 82	2,135,851 84
38148LAE6	GOLDMAN SACHS GROUP INC	25000 000	24,971 75	25,599 75
438516106	HONEYWELL INTL INC	100.000	5,386 07	13,329 00
452308109	ILLINOIS TOOL WKS INC	49 000	4,071 43	7,019 25
464287200	ISHARES CORE S&P 500 ETF	20750 000	4,316,997 98	5,050,757 50
464287507	ISHARES CORE S&P MID CAP ETF	5639 000	785,429 83	980,904 05
464287655	ISHARES RUSSELL 2000 ETF	8286 000	969,774 58	1,167,663 12
46625H100	J P MORGAN CHASE & CO	363 000	11,685 06	33,178 20
46625HMN7	JPMORGAN CHASE & CO	50000 000	52,577 71	52,143 50
46634SAC9	J P MORGAN CHASE COML MTG SECS	34893 310	37,444 88	36,389 19
46639EAE1	J P MORGAN CHASE COML MTG SECS	40000 000	40,568 75	40,477 20
46643TBJ0	JPMBB COML MTG SECS TR	50000 000	52,519 53	51,486 00
478160104	JOHNSON & JOHNSON	178 000	11,377 43	23,547 62
50076QAX4	KRAFT FOODS GROUP INC	25000 000	26,485 28	26,189 00
539830BH1	LOCKHEED MARTIN CORP	50000 000	52,269 00	51,810 50
581557BE4	MCKESSON CORP	50000 000	53,414 40	52,043 00
58155Q103	MCKESSON CORP	66 000	10,049 26	10,859 64
58933Y105	MERCK & CO INC	143 000	7,572 88	9,164 87
59156R108	METLIFE INC	268 000	8,920 08	14,723 92
59156RBQ0	METLIFE INC	50000 000	52,475 77	51,862 50
594918104	MICROSOFT CORP	273 000	14,094 07	18,817 89
61174X109	MONSTER BEVERAGE CORP	538 000	23,698 89	26,727 84
6174467U7	MORGAN STANLEY	25000 000	25,099 03	25,082 50
631103108	NASDAQ INC	120 000	4,427 19	8,578 80

TR U-W ROBERT M JEFFRESS-RES TR
54-6094925
Balance Sheet
06/30/2017



Cusip	Asset	Units	Basis	Market Value
641069406	NESTLE S A	195 000	11,035 05	16,992 30
65478QAE8	NISSAN AUTO LEASE TR 2016-A	50000 000	50,041 02	49,991.50
666807102	NORTHROP GRUMMAN CORP	66 000	9,929 60	16,942 86
66987V109	NOVARTIS A G	177.000	12,982 62	14,774.19
670100205	NOVO-NORDISK A S	521 000	22,144.32	22,345.69
674599105	OCCIDENTAL PETE CORP DEL	100 000	3,385 35	5,987 00
68389X105	ORACLE CORP	662 000	26,055 27	33,192.68
693390841	PIMCO HIGH YIELD FD	36671 837	338,525 55	330,046 53
693475105	PNC FINL SVCS GROUP INC	137 000	11,514 09	17,107.19
693476BF9	PNC FDG CORP	40000.000	39,844 40	43,490 80
693506107	PPG INDS INC	181 000	18,305 62	19,902 76
713448108	PEPSICO INC	96 000	10,692 36	11,087 04
713448CB2	PEPSICO INC	25000 000	25,050 55	24,994 00
717081103	PFIZER INC	535 000	10,086 52	17,970 65
718172109	PHILIP MORRIS INTL INC	287 000	24,181.48	33,708 15
73935S105	POWERSHARES DB COMMODITY	22394 000	369,707 23	323,593 30
742718109	PROCTER & GAMBLE CO	240 000	19,857 84	20,916 00
744573AJ5	PUBLIC SVC ENTERPRISE GROUP	50000 000	50,030 34	49,451 00
747525103	QUALCOMM INC	411.000	20,673 26	22,695 42
75886F107	REGENERON PHARMACEUTICALS	44 000	16,277 77	21,610 16
759187BL0	REGIONS BK BIRMINGHAM ALA	25000 000	25,033 88	25,101 50
784117103	SEI INVESTMENTS CO	373 000	15,677.15	20,059 94
80283YAG0	SANTANDER DRIVE AUTO	50000 000	50,919 92	50,747 00
806857108	SCHLUMBERGER LTD	426.000	31,339 38	28,047 84
822582AR3	SHELL INTL FIN B V	45000 000	45,122 35	44,985 60
82481LAA7	SHIRE ACQUISITIONS INVTS IRELAND	50000 000	50,024 31	49,768 00
857477103	STATE STR CORP	123 000	9,465 23	11,036 79
867914BF9	SUNTRUST BKS INC	25000 000	25,116 01	25,149.25
87938WAG8	TELEFONICA EMISIONES S A U	25000 000	25,000 00	25,000 00
88167AAA9	TEVA PHARMACEUTICAL FIN NETH III	50000 000	50,076 85	49,882 50
882508104	TEXAS INSTRS INC	187 000	7,950 90	14,385 91
883556102	THERMO FISHER SCIENTIFIC CORP	55.000	2,201 58	9,595 85
88579Y101	3M CO	73 000	6,694 02	15,197.87
887317303	TIME WARNER INC	74 000	5,093 37	7,430.34

TR U-W ROBERT M JEFFRESS-RES TR
54-6094925
Balance Sheet
06/30/2017



Cusip	Asset	Units	Basis	Market Value
89114QAS7	TORONTO DOMINION BK UNSECD SR	45000 000	45,246.89	45,220 50
89231TAD2	TOYOTA AUTO RECEIVABLES 2015-C	27930 360	27,926 28	27,917 79
89417E109	TRAVELERS COS INC	114 000	6,711 18	14,424 42
902973304	US BANCORP DEL	388 000	15,848 20	20,144 96
907818108	UNION PAC CORP	149 000	12,180 48	16,227 59
907818DM7	UNION PAC CORP	40000 000	39,634.00	40,944.80
911312106	UNITED PARCEL SVC INC	153 000	15,949 31	16,920.27
912828D56	UNITED STATES TREAS NTS	70000 000	70,461 12	71,066 10
912828J27	UNITED STATES TREAS NT	75000 000	74,478 52	73,971 75
912828K74	UNITED STATES TREAS NT	55000 000	54,535 94	54,065.55
912828P46	UNITED STATES TREAS NT	600000 000	591,390.13	570,234 00
912828U73	UNITED STATES TREAS NT	175000 000	174,501 95	174,630 75
912828W48	UNITED STATES TREAS NT	95000 000	94,447 07	95,114 95
913017109	UNITED TECHNOLOGIES CORP	60.000	7,338 88	7,326 60
91324PCV2	UNITEDHEALTH GROUP INC	50000.000	49,767 44	50,257 50
921943858	VANGUARD FTSE DEVELOPED	93993 000	3,656,103 25	3,883,790 76
922042858	VANGUARD FTSE EMERGING MKTS	32078 000	1,252,988 53	1,309,744 74
92214X106	VAREX IMAGING CORP	16 000	384 52	540 80
92220P105	VARIAN MED SYS INC	161 000	11,021 57	16,613 59
922908553	VANGUARD REIT	15835 000	968,478 26	1,317,947 05
92343VBP8	VERIZON COMMUNICATIONS INC	25000 000	25,658 63	25,554 00
92826C839	VISA INC	387 000	8,182.43	36,292 86
92930RBB7	WFRBS COML MTG TR 2012-C9	10000 000	10,014.84	10,132 40
931142CZ4	WAL-MART STORES INC	60000 000	62,100 14	62,485 80
949746101	WELLS FARGO & CO	332.000	11,187.34	18,396 12
94974BFU9	WELLS FARGO & CO NEW	50000 000	50,284 90	50,260.50
94987W737	WELLS FARGO ABSOLUTE RETURN	128721 145	1,235,709 64	1,430,091 92
961214BZ5	WESTPAC BKG CORP	50000 000	50,113 19	50,027 50
976657AJ5	WISCONSIN ENERGY CORP	50000 000	50,249 77	50,029 50
98389B100	XCEL ENERGY INC	275 000	10,287.86	12,617 00
988498101	YUM BRANDS INC	177 000	9,881 47	13,055.52
98850P109	YUM CHINA HLDGS INC	245 000	5,903 84	9,660 35
99Z466197	INTERNATIONAL FOCUSED EQUITY	131345 353	1,238,564 16	1,661,899 62
G02602103	AMDOCS LTD	49.000	2,895 23	3,158 54

TR U-W ROBERT M JEFFRESS-RES TR
54-6094925
Balance Sheet
06/30/2017



Cusip	Asset	Units	Basis	Market Value
G0408V102	AON PLC	96 000	10,376 65	12,763 20
G1151C101	ACCENTURE PLC	196 000	11,848.67	24,241 28
G27823106	DELPHI AUTOMOTIVE PLC	135 000	3,808 31	11,832.75
G29183103	EATON CORP PLC	157 000	9,130 73	12,219 31
G51502105	JOHNSON CONTROLS INTL PLC	402 000	17,736.26	17,430 72
G5960L103	MEDTRONIC PLC	284 000	21,102 51	25,205 00
H1467J104	CHUBB LTD	132 000	6,794 53	19,190 16
		Totals	29,815,076.50	33,067,693 31

TR U-W ROBERT M JEFFRESS-RES TF

Bank of America



54-6094925

Average FMV Report

07/01/2016 - 06/30/2017

<u>Date</u>	<u>Cash</u>	<u>Cash Equiv</u>	<u>Securities</u>	<u>Total FMV</u>
07/31/2016	0 00	1,385,502 62	30,961,831 66	32,347,334 28
08/31/2016	0 00	1,856,471 00	30,466,528.34	32,322,999 34
09/30/2016	0.00	1,182,008 46	31,284,903 97	32,466,912 43
10/31/2016	0 00	1,193,873 61	30,633,545 71	31,827,419 32
11/30/2016	0 00	1,150,501 74	30,899,766 93	32,050,268 67
12/31/2016	0.00	1,321,922 86	31,174,377 40	32,496,300 26
01/31/2017	0 00	900,934 97	31,816,193 36	32,717,128 33
02/28/2017	0 00	893,996 85	32,493,027 87	33,387,024 72
03/31/2017	-48.26	918,157 23	32,630,519 95	33,548,628.92
04/30/2017	0 00	898,373.28	32,966,634 01	33,865,007 29
05/31/2017	0 00	875,532 52	33,441,286 77	34,316,819 29
06/30/2017	-808 61	1,186,360 56	31,882,141 37	33,067,693 32
<i>Averages</i>	<i>-71 41</i>	<i>1,146,969 64</i>	<i>31,720,896 45</i>	<i>32,867,794 68</i>

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
RECOVERED GRANTS	8,296.
CTF ADJUSTMENT	356,897.
ACCRUED INTEREST	1,965.
TREASURY INFLATIONARY BD ADJUSTMENT	290.
ACCRUED INTEREST PRIOR	444.

TOTAL	367,892.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
PARTNERSHIP ADJUSTMENT	106,514.
SALE ADJUSTMENT	35.
ADJUSTMENT CARRYING VAL	74,200.
ROUNDING	10.

TOTAL	180,759.
	=====

[illegible]

TR U-W ROBERT M JEFFRESS-RES TR
Schedule D Detail of Long-term Capital Gains and Losses

54 -6094925

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
OTHER GAINS AND LOSSES					
3532.094 EMERGING MARKETS STOCK COMMON TRUST FUND	06/13/2014	09/09/2016	165,000.00	159,119.00	5,881.00
2255.778 EMERGING MARKETS STOCK COMMON TRUST FUND	06/13/2014	10/21/2016	106,942.00	101,628.00	5,314.00
10482.927 EMERGING MARKETS STOCK COMMON TRUST FUND	03/07/2014	06/09/2017	562,466.00	465,879.00	96,587.00
1589.973 EMERGING MARKETS STOCK COMMON TRUST FUND	05/13/2016	06/09/2017	85,311.00	68,490.00	16,821.00
814.749 MID CAP VALUE CTF	06/07/2013	08/05/2016	25,000.00	25,045.00	-45.00
1499.462 MID CAP VALUE CTF	06/07/2013	03/10/2017	50,000.00	47,531.00	2,469.00
521.166 MID CAP GROWTH CTF	06/07/2013	08/05/2016	15,000.00	15,481.00	-481.00
1283.322 MID CAP GROWTH CTF	06/07/2013	03/10/2017	40,000.00	40,406.00	-406.00
3929. POWERSHARES DB COMMODITY INDEX	07/30/2014	10/21/2016	60,017.00	50,726.00	9,291.00
40025. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	07/30/2014	06/08/2017	570,144.00	1,020,437.00	-450,293.00
6119.347 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND	03/07/2014	06/09/2017	77,905.00	72,114.00	5,791.00
25200.689 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND	09/04/2015	06/09/2017	320,827.00	278,709.00	42,118.00
2255.219 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND	12/11/2015	06/09/2017	28,711.00	24,850.00	3,861.00
13778.279 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND	08/09/2013	06/09/2017	175,410.00	147,093.00	28,317.00
5721.005 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND	09/30/2012	06/09/2017	72,834.00	53,754.00	19,080.00
TOTAL OTHER GAINS AND LOSSES			2,355,567.00	2,571,262.00	-215,695.00
Totals			2,355,567.00	2,571,262.00	-215,695.00

JSA
6F0570 1 000

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIESCOMMON TRUST FUNDS -63,562.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

-63,562.00
=====NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 153,159.00

PARTNERSHIPS, TRUSTS, S CORPORATIONS

106,514.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

259,673.00
=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

1111 E MAIN STREET
RICHMOND, VA 23219

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 205,412.

OFFICER NAME:

Michael Bass, VA Academy of Science

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

OFFICER NAME:

Hugh M. Bryan, Medical Societ of VA

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

OFFICER NAME:

Jeanne Brown

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)
RICHMOND, VA 23219

TITLE:

Program officer

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

John Kanki, PHD

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)

RICHMOND, VA 23219

TITLE:

Scientific Director

OFFICER NAME:

Anne Scher, VA Bar Association

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)

RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

OFFICER NAME:

Keith Martin, VA Chamber of Commere

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)

RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

TOTAL COMPENSATION:

205,412.

=====

990PF, PART XIII, LINE 4(b) ELECTION UNDER SEC. 53.4942(a)-3(d)(2)
=====

Corrective action done on August, 2016 to remedy the undistributed
amount from 6/30/2015.

TR U-W ROBERT M JEFFRESS-RES TR
FORM 990PF, PART XV - LINES 2a - 2d
=====

54-6094925

RECIPIENT NAME:

Robel Hailu, BANK OF AMERICA

ADDRESS:

1800 K ST NW, DC1-842-05-02

WASHINGTON, DC 20006

FORM, INFORMATION AND MATERIALS:

AVAILABLE FROM CONTACT

SUBMISSION DEADLINES:

AVAILABLE FROM CONTACT

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AVAILABLE FROM CONTACT

STATEMENT 16

RECIPIENT NAME:
UNIVERSITY OF VIRGINIA
MEDICAL SCHOOL
ADDRESS:
P.O. BOX 400195
CHARLOTTESVILLE, VA 22904
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500,000.

RECIPIENT NAME:
VIRGINIA COMMONWEALTH
UNIVERSITY
ADDRESS:
P.O. BOX 842519
RICHMOND, VA 23284
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
VIRGINIA POLYTECHNIC
INSTITUTE & STATE UNIV
ADDRESS:
100 SANDY HALL
BLACKSBURG, VA 24061
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 200,000.

=====

RECIPIENT NAME:

UNIVERSITY OF RICHMOND

ADDRESS:

28 WESTHAMPTON WAY

RICHMOND, VA 23173

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 300,000.

RECIPIENT NAME:

OLD DOMINION RESEARCH FDN

ADDRESS:

P.O. BOX 6369

NORFOLK, VA 23508

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 150,000.

RECIPIENT NAME:

GEORGE MASON UNIVERSITY

ADDRESS:

4400 UNIVERSITY DRIVE

FAIRFAX, VA 22030

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 400,000.

=====

RECIPIENT NAME:

SWEET BRIAR COLLEGE

ADDRESS:

BOX D

SWEET BRIAR, VA 24595

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:

VIRGINIA WESLEYAN COLLEGE

ADDRESS:

1584 WESLEYAN DRIVE

NORFOLK, VA 23502

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

WASHINGTON AND LEE UNIVERSITY

ADDRESS:

204 W. WASHINGTON

LEXINGTON, VA 22450

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
HAMPDEN-SYDNEY COLLEGE
ADDRESS:
1 COLLEGE RD.
HAMPDEN-SYDNEY, VA 23943
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCIENTIFIC RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
UNIV OF MARY WASHINGTON
ADDRESS:
1301 COLLEGE AVE
FREDERICKSBURG, VA 22401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FINANCIAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 100,000.

TOTAL GRANTS PAID: 2,000,000.
=====