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OMB No 1545-0052

Form 990-PF

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

2017

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.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

BRUCE N GRIFFING TRUST U W POR 3

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 - 6325 S RAINBOW BLVD STE 300

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

LAS VEGAS

NV

89118

Foreign country name

Foreign province/state/country

Foreign postal code

A Employer identification number

06-6020281

B Telephone number (see instructions)

888-730-4933

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☒ Address change ☐ Name changeH Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 666,486 J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

- 1 Contributions, gifts, grants, etc., received (attach schedule)
2 Check ☒ if the foundation is not required to attach Sch B
3 Interest on savings and temporary cash investments
4 Dividends and interest from securities
5a Gross rents
b Net rental income or (loss)
6a Net gain or (loss) from sale of assets not on line 10
b Gross sales price for all assets on line 6a 253,632
7 Capital gain net income (from Part IV, line 2)
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

39,368

39,328

0

2,580

- 13 Compensation of officers, directors, trustees, etc
14 Other employee salaries and wages
15 Pension plans, employee benefits
16a Legal fees (attach schedule)
b Accounting fees (attach schedule) 898
c Other professional fees (attach schedule) 1,697
17 Interest
18 Taxes (attach schedule) (see instructions) 536
19 Depreciation (attach schedule) and depletion
20 Occupancy
21 Travel, conferences, and meetings
22 Printing and publications
23 Other expenses (attach schedule)
24 Total operating and administrative expenses. Add lines 13 through 23

13,452

7,895

0

5,175

25 Contributions, gifts, grants paid

27,000

27,000

27,000

26 Total expenses and disbursements. Add lines 24 and 25

40,452

7,895

0

32,175

27 Subtract line 26 from line 12

-1,084

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

31,433

c Adjusted net income (if negative, enter -0-)

0

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2017)

ENVELOPE
POSTMARK DATE MAY 10 2018SCANNED
JUL 11 2018

21P

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	46,821	39,077	39,077	
	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)	574,828	580,803	627,409		
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)	621,649	619,880	666,486		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	621,649	619,880		
	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)	621,649	619,880		
	31	Total liabilities and net assets/fund balances (see instructions)	621,649	619,880		

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	621,649
2	Enter amount from Part I, line 27a	2	-1,084
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	620,565
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	685
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	619,880

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
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	27,529
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 doesn't qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	32,125	623,081	0 051558
2015	33,379	650,700	0 051297
2014	35,060	698,341	0 050205
2013	31,337	683,134	0 045872
2012	30,205	663,885	0 045497

2 Total of line 1, column (d)	2	0 244429
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 048886
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	639,722
5 Multiply line 4 by line 3	5	31,273
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	314
7 Add lines 5 and 6	7	31,587
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	32,175

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	314
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	314
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	314
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	279
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	279
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	35
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 2018 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 the instructions for the definition. If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>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? 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 CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? 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 2017 or the tax year beginning in 2017? See the 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)

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	Yes	No
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		X
12			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
13		X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 6325 S RAINBOW BLVD STE 300 LAS VEGAS NV ZIP+4 ► 89118		
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		X
15			X
16	At any time during calendar year 2017, 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 ►	Yes	No
16			X

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

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

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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? 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 2017 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 2017)	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 2017?	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, and 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. 6325 S RAINBOW BLVD STE 300 LAS VEGAS, NV 89118	TRUSTEE SEE ATTACHED	10,321		

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	618,190
b	Average of monthly cash balances	1b	31,274
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	649,464
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	649,464
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	9,742
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	639,722
6	Minimum investment return. Enter 5% of line 5	6	31,986

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	31,986
2a	Tax on investment income for 2017 from Part VI, line 5	2a	314
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	314
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	31,672
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	31,672
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	31,672

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	32,175
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	32,175
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	314
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	31,861

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				31,672
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			28,589	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 32,175				
a Applied to 2016, but not more than line 2a			28,589	
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 2017 distributable amount				3,586
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				28,086
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 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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 Attached Statement				
Total				3a 27,000
b Approved for future payment NONE				
Total				3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	11,839	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	27,529	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		39,368	0
13	Total. Add line 12, columns (b), (d), and (e)				13	39,368

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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.

A. D. M. SVP
Signature of officer or trustee


4/18/2018
Date

SVP Wells Fargo Bank N A
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
JOSEPH J CASTRIANO

Preparer's signature 

Date	4/18/2018
------	-----------

Check <input checked="" type="checkbox"/> if self-employed	PTIN P01251603
--	-------------------

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

Name

GIRL SCOUTS OF CONNECTICUT INC

Street

340 WASHINGTON AVE

City

SHLETON

State

CT

Zip Code

06484

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,500

Name

BOYS & GIRLS CLUB OF THE LOWER NAUGATUCK VALLEY

Street

28 HOWARD AVE

City

ANSONIA

State

CT

Zip Code

06401

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

HOUSATONIC COUNCIL, INC NO 69, BOY SCOUTS OF AMERICA

Street

111 NEW HAVEN AVE

City

DERBY

State

CT

Zip Code

06418

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,000

Name

CENTRAL CONNECTICUT COAST YMCA

Street

1240 CHAPEL ST

City

NEW HAVEN

State

CT

Zip Code

06511

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,500

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Supplemental Information:

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

Wells Fargo Bank N.A
6325 S Rainbow Blvd STE 300
Las Vegas, NV 89118

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.

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

Long Term CG Distributions Short Term CG Distributions	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Totals			Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
									Capital Gains/Losses	Gross Sales	Other sales						
									13,942	253,632	0						27,529
									0	226,103	0						0
1	INV BALANCE RISK COMM S	008887508	X				10/11/2016	1/31/2017	1,513	1,511		1,511					2
2	INV BALANCE RISK COMM S	008887508	X				11/4/2016	1/31/2017	1,498	1,494		1,494					4
3	INV BALANCE RISK COMM S	008887508	X				12/15/2016	1/31/2017	1,488	1,445		1,445					43
4	AMER CENT SMALL CAP GRV	025063320	X				12/15/2016	5/24/2017	2,811	2,596		2,596					215
5	AMER CENT SMALL CAP GRV	025063320	X				2/2/2017	5/24/2017	3,125	2,943		2,943					182
6	AMER CENT SMALL CAP GRV	025063320	X				10/11/2016	5/24/2017	774	578		578					96
7	ARTISAN INTERNATIONAL FD	043141402	X				10/11/2016	4/20/2017	3,842	3,778		3,778					64
8	ARTISAN INTERNATIONAL FD	043141402	X				11/4/2016	4/20/2017	3,958	3,760		3,760					198
9	ARTISAN INTERNATIONAL FD	043141402	X				12/15/2016	4/20/2017	4,165	3,804		3,804					361
10	ARTISAN INTERNATIONAL FD	043141402	X				2/2/2017	4/20/2017	4,035	3,886		3,886					149
11	ARTISAN MID CAP FUND-INS	043141600	X				10/11/2016	6/26/2017	1,896	1,888		1,888					108
12	CREDIT SUISSE COMM RET	225448305	X				10/11/2016	1/31/2017	1,544	1,511		1,511					33
13	CREDIT SUISSE COMM RET	225448305	X				11/4/2016	1/31/2017	1,583	1,562		1,562					81
14	CREDIT SUISSE COMM RET	225448305	X				12/15/2016	1/31/2017	1,419	1,402		1,402					17
15	DODGE & COX INTL STOCK	256206103	X				1/24/2014	1/31/2017	1,073	1,073		1,073					-50
16	DODGE & COX INTL STOCK	256206103	X				1/24/2014	6/26/2017	921	873		873					48
17	DODGE & COX INTL STOCK	256206103	X				1/24/2014	10/23/2017	750	665		665					85
18	DODGE & COX INCOME FD	256210105	X				12/15/2016	4/20/2017	611	604		604					7
19	DODGE & COX INCOME FD	256210105	X				2/2/2017	4/20/2017	5,412	5,380		5,380					32
20	DODGE & COX INCOME FD	256210105	X				8/18/2008	4/20/2017	728	637		637					91
21	DODGE & COX INCOME FD	256210105	X				9/18/2008	5/24/2017	1,464	1,272		1,272					192
22	DRIEHAUS ACTIVE INCOME F	262029855	X				9/7/2012	1/31/2017	3,944	4,049		4,049					-105
23	EATON VANCE GLOBAL MAC	277923728	X				9/7/2012	10/23/2017	18,598	19,179		19,179					-581
24	EATON VANCE GLOBAL MAC	277923728	X				2/2/2017	10/23/2017	119	118		118					1
25	FEDERATED STRAT VAL DIV	314172560	X				4/29/2010	1/31/2017	9,703	6,747		6,747					2,956
26	JP MORGAN MID CAP VALUE	339128100	X				10/11/2016	10/23/2017	557	510		510					47
27	JP MORGAN MID CAP VALUE	339128100	X				12/17/2015	10/23/2017	3	3		3					0
28	GATEWAY FUND - Y #1986	367829684	X				9/7/2012	1/31/2017	8,062	7,130		7,130					932
29	HARBOR INTERNATIONAL FD	411511306	X				8/18/2011	1/31/2017	9,859	8,904		8,904					955
30	HARBOR CAPITAL APFCTION	411511504	X				12/15/2016	4/20/2017	1,761	1,705		1,705					56
31	HARBOR CAPITAL APFCTION	411511504	X				12/15/2016	6/26/2017	5,010	4,507		4,507					503
32	HARBOR CAPITAL APFCTION	411511504	X				10/11/2016	10/23/2017	3,897	3,712		3,712					685
33	SHARES SELECT DIVIDEND	464287168	X				10/28/2015	1/31/2017	5,522	4,754		4,754					768
34	SHARES SELECT DIVIDEND	464287168	X				12/17/2015	1/31/2017	4,275	3,648		3,648					927
35	ISHARES S&P MID-CAP 400	484287606	X				10/28/2015	1/31/2017	4,069	3,621		3,621					448
36	JP MORGAN HIGH YIELD FUND	4912C0803	X				10/11/2016	1/31/2017	6,084	6,059		6,059					25
37	LAZARD EMERGING MKTS PT	52106N889	X				6/30/2009	1/31/2017	6,069	5,170		5,170					899
38	MFS VALUE FUND-CLASS I #	552983694	X				2/2/2017	6/26/2017	2,162	2,013		2,013					149
39	MFS VALUE FUND-CLASS I #	552983694	X				10/11/2016	10/23/2017	862	735		735					127
40	MERGER FUND-INST #301	589509207	X				10/11/2016	10/23/2017	2,746	2,645		2,645					101
41	MERGER FUND-INST #301	589509207	X				11/4/2016	10/23/2017	2,716	2,519		2,519					100
42	MERGER FUND-INST #301	589509207	X				12/15/2016	10/23/2017	2,583	2,520		2,520					63
43	MERGER FUND-INST #301	589509207	X				2/2/2017	10/23/2017	3,090	3,000		3,000					90
44	MERGER FUND-INST #301	589509207	X				5/24/2017	10/23/2017	1,798	1,775		1,775					23
45	MET WEST TOTAL RETURN	592905509	X				10/11/2016	5/24/2017	2,684	2,762		2,762					0
46	MET WEST TOTAL RETURN	592905509	X				10/11/2016	6/26/2017	740	756		756					-16
47	NEUBERGER BERMAN LONG	641288608	X				5/24/2017	10/23/2017	341	330		330					11
48	OPPENHEIMER DEVELOPING	683974604	X				10/11/2016	4/20/2017	1,037	990		990					47
49	OPPENHEIMER DEVELOPING	683974604	X				10/11/2016	6/26/2017	1,914	1,707		1,707					207
50	OPPENHEIMER DEVELOPING	683974604	X				10/11/2016	10/23/2017	2,250	1,837		1,837					413
51	OPPENHEIMER DEVELOPING	683974604	X				2/2/2017	10/23/2017	593	479		479					114
52	PIMCO HIGH YIELD FUND	693390841	X				6/30/2009	1/31/2017	5,919	4,992		4,992					927
53	PIMCO FOREIGN BD FUND	693390882	X				4/29/2010	1/31/2017	9,100	9,074		9,074					26
54	RIDGEWORTH SEIX HY BD	766287645	X				9/7/2012	1/31/2017	3,404	4,048		4,048					644
55	T ROWE PRICE BLUE CHIP G	77954Q106	X				10/28/2015	1/31/2017	10,684	10,497		10,497					167
56	T ROWE PRICE OVERSEAS STO	77956H435	X				4/24/2017	6/26/2017	380	370		370					10
57	T ROWE PRICE OVERSEAS STO	77956H435	X				4/24/2017	10/23/2017	418	370		370					48
58	T ROWE PRICE OVERSEAS STO	77956H435	X				4/24/2017	10/23/2017	689	609		609					80
59	T ROWE PRICE SHORT TERM	77957P105	X				1/24/2014	1/31/2017	11,938	12,119		12,119					-181
60	T ROWE PRICE INST FLOAT	77958B402	X				12/15/2016	1/31/2017	2,412	2,407		2,407					5
61	ROYCE PREMIER FUND W/G	780905451	X				8/18/2011	1/31/2017	4,758	5,637		5,637					-879
62	SPDR DJ WILSHIRE INTERNA	78463X863	X				9/7/2012	4/20/2017	498	514		514					-16
63	STERLING CAPITAL STRAT	85917K546	X				4/24/2017	5/24/2017	329	329		329					0
64	STERLING CAPITAL STRAT	85917K546	X				10/11/2016	5/24/2017	278	255		255					23
65	STERLING CAPITAL STRAT	85917K546	X				10/11/2016	10/23/2017	365	310		310					55
66	VANGUARD INTERMEDIATE	92206C870	X				10/28/2015	1/31/2017	9,442	9,489		9,489					-47
67	VANGUARD REIT VIPER	922908553	X				1/24/2014	1/31/2017	5,092	3,929		3,929					1,163
68	VANGUARD REIT VIPER	922908553	X				9/7/2012	1/31/2017	5,092	5,082		5,082					1,245
69	WESTERN ASSET CORE PLU	957663503	X				10/28/2015	1/31/2017	5,315	5,394		5,394					-79
70	STERLING CAPITAL STRAT	85917K546	X				12/15/2016	5/24/2017	2,589	2,589		2,589					0
71	STERLING CAPITAL STRAT	85917K546	X				2/2/2017	5/24/2017	3,230	3,189		3,189					61

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

		898	0	0	898
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	898			898

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

		1,697	0	0	1,697
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMINISTRATION FEES	1,697			1,697

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

		536	154	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	154	154		
2	PY EXCISE TAXES PAID	103			
3	ESTIMATED EXCISE TAXES PAID	279			

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	MET WEST TOTAL RETURN BOND CL I 51		0	91,475	91,269
3	FID ADV EMER MKTS INC- CL I 607		0	31,455	32,035
4	DODGE & COX INT'L STOCK FD 1048		0	14,469	16,114
5	AMER CENT SMALL CAP GRWTH INST 338		0	5,380	7,113
6	MFS VALUE FUND-CLASS I 893		0	56,952	65,398
7	JP MORGAN MID CAP VALUE-I 758		0	22,545	26,442
8	STERLING CAPITAL STRATTON SMALL CA		0	5,459	6,176
9	DODGE & COX INCOME FD COM 147		0	36,697	41,938
10	HARBOR CAPITAL APRCTION-INST 2012		0	52,658	61,260
11	ARTISAN MID CAP FUND-INSTL 1333		0	23,038	23,251
12	T ROWE PR OVERSEAS STOCK-I #521		0	14,369	16,224
13	T ROWE PR REAL ESTATE-I #432		0	36,599	37,623
14	ASG GLOBAL ALTERNATIVES-Y 1993		0	12,251	13,692
15	VANGUARD REIT VIPER		0	2,358	3,153
16	AQR MANAGED FUTURES STR-I		0	21,252	20,148
17	VANGUARD INFLAT-PROT SECS-ADM 511		0	7,092	6,971
18	JPMORGAN HIGH YIELD FUND SS 3580		0	12,916	13,108
19	T ROWE PRICE INST FLOAT RATE 170		0	5,924	5,924
20	EATON VANCE GLOB MACRO ADV-I 208		0	19,599	18,941
21	BLACKROCK GL L/S CREDIT-K #1940		0	22,100	22,605
22	OPPENHEIMER DEVELOPING MKT-I 799		0	25,131	32,961
23	JOHN HANCOCK II-CURR STR-I 3643		0	13,069	13,056
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	17,439	18,342
25	NEUBERGER BERMAN LONG SH-INS #183		0	30,576	33,665

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

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

1	COST BASIS ADJUSTMENT	1	2
2	MUTUAL FUND TIMING DIFFERENCE	2	58
3	PY RETURN OF CAPITAL ADJUSTMENT	3	625
4	Total	4	685

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

Long Term CG Distributions										Short Term CG Distributions										Amount																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																														
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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

[illegible]

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	6325 S RAINBOW BLVD STE 300	LAS VEGAS	NV	89118		TRUSTEE	SEE ATTAC	10,321		
										10,321		0

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/10/2017	2	279
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	279

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2016 that remained undistributed at the beginning of the 2017 tax year	1	28,589
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	28,589